

INVADERS FROM MARS

3rd Revision by
David Lipman & David Womark

of a Screenplay by
Dan O'Bannon & Don Jakoby

based on
the classic motion picture written by
Richard Blake

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FADE IN:

1 EXT. GARDNER HOUSE - DAY 1

A charming HOUSE with picket fence in a rustic setting, adjacent to a peaceful wooded hillside.

2 EXT. HILL - DAY 2

Through the lens of a telescope WE SEE BLURRY GLIMPSES of the countryside. Looking, searching, the telescope finally comes to rest on a peaceful hillside. A twisting path marked by an old wooden handrail winds its way up a dense pine forest. At the crest of the hill -- sand. White, smooth, glowing in the morning light -- the edge of an immense sand pit.

3 INT. KITCHEN - DAY 3

An electronic cacaphony -- orange juice squeezer, food processor, can opener....

DAD is feverishly orchestrating appliances as he creates breakfast. MOM sits at the kitchen table surrounded by books, trying to study through the racket.

MOM

George...

No answer.

He is engrossed, loading beans into a coffee grinder.

MOM

George!

George switches on the grinder. He turns to Ellen through a wall of noise.

DAD

What?

Ellen slowly closes her notebook.

MOM

(yelling)

My head is going to explode!

DAD

(grinning)

What?

Ellen jumps up, ready to kill.

She slowly approaches George, switching off appliances on the way. She corners him against the counter, a gleam in

her eye.

George turns off the coffee grinder. The noise subsides. Ellen moves in closer, a breath away from touching him.

MOM
(knowingly)
Honey...

DAD
Hmm...

MOM
(softly)
Your butter's burning.

GEORGE
Shit!

George races to the flaming pan. He scoops it up with a dish towel and shoves it under running water in the sink. It steams and sputters. Ellen shakes her head. She looks at the wall clock through the cloud of smoke and steam... 7:20.

MOM
(yelling)
David! Get away from that telescope and get down here!

4 INT. DAVID'S BEDROOM - DAY 4

DAVID stands at his window looking through his telescope. He tries to dress at the same time. His room is littered with space toys, sci-fi comics, science books.

MOM (o.s.)
David!

He ignores her.

MOM (o.s.)
You'll be late!

DAVID
(glued to the telescope)
Okay! Okay!

4A EXT. HILL - DAY 4A

Through the TELESCOPE, scanning the pretty landscape again. A flash of color among the trees -- a glimpse of a JOGGER.

5 INT. KITCHEN - DAY

5

Dad pours pancake batter into a pan.. Mom starts packing up her books.

MOM

I give up. If you two don't kill me this bloody course will!

Mom gets up to leave.

DAD

Wait a second, where do you think you're going?

MOM

I have class...

DAD

You're not going to eat? .

Ellen gives him a sheepish grin.

George picks up the frying pan and flips a pancake. He heads towards her.

DAD

Sit down.

MOM

Honey, please...

George corners Ellen with the hot frying pan, flipping the pancake on the way.

MOM

(cont'd)

George... don't!

He continues to flip.

MOM

(cont'd)

Careful... you're going to make a mess...

Ellen sits down. George flips the pancake onto her plate.

DAD

Eat!

MOM

(yelling)

David! Food!

She looks at George wryly.

MOM
(cont'd)
I'm not going to suffer alone.

6 INT. DAVID'S BEDROOM - DAY 6

David hasn't budged.

6A EXT. HILL - DAY 6A

Through the telescope a WOMAN, 30s, very attractive, jogging at the top of the hill. She runs behind some trees -- she's gone.

David searches the hill for her --

He spots his school bus in the distance, slowly making its way toward the house.

6B INT. DAVID'S BEDROOM - DAY 6B

David jumps from his telescope.

DAVID
Yipes!

He leaps over his bed and reaches for a small felt pouch that sits on top of a large bowl of pennies. In the flurry, he knocks over the bowl.

Pennies scatter all over the room. David goes to pick them up.

MOM (o.s.)
What are you doing up there?

David leaves the pennies. He dashes out of the room, slamming the door behind him. His rock collection falls to the floor.

7 INT. KITCHEN - DAY 7

Mom sits at the table picking at her food. Dad is working on the next pancake.

DAD
They're gonna cut my arm off again!

MOM
Fine, as long as they don't cut off your...

DAD
(cutting her off)
Ellen, I'm serious!

MOM
Well, I thought your design was okay.

DAD
Okay? It's flawless! It's just that, now they want to cut the payload by a hundred and eight kilos. And of course, the first thing they'll do is slice the biolab arm off the probe.

Ellen gets up.
She wipes pancake batter off George's NASA I.D. card that's clipped to his shirt.

MOM
Honey, you know they'll never do it. The probe won't work without the arm.

DAD
I know...

MOM
So what are you worried about?

DAD
(cheering up)
Who's worried?

David sprints in -- straight for the refrigerator.
He pulls out a DR. PEPPER and stuffs two Twinkies in his bag.

DAVID
Bye!

MOM
Wait a minute.

DAVID
But, my bus is here...

MOM
No it's not. Just sit down and eat.

Mom escorts him to his seat. She takes his Dr. Pepper and pulls the Twinkies from his bag.

MOM
(cont'd)
Your father has made you a lovely
breakfast.

David and Mom exchange a cynical glance.
The BUS HONKS its horn.
David tries to get up.

MOM
Sit.

DAVID
Mom...

Mom goes to the window and waves the bus on.
David looks at his Dad. Dad smiles back.

MOM
(yelling)
Bob, never mind. George will take
him today. Thanks!

DAD
Hey Dave, heads up!

Dad flips a pancake across the kitchen. It hits David on
the chest and flops straight onto his plate.

DAVID
Dad...

Mom turns around and catches the tail end of the move.

MOM
You two better stop fooling
around, or you'll both be late.

8 EXT. CAR (MARINE BASE) - DAY

8

The family station wagon drives by a large military
installation. Set back off the road with a chain link fence
around it. A large sign hangs over the main gate:

U.S. MARINE CORPS BASE
CAMP LEWIS B. FULLER
CALIFORNIA

Two jets streak by overhead.

9 INT. CAR (MARINE BASE) - DAY

9

David is steering the vehicle under Dad's supervision..

DAVID
We've come this far... C'mon,
can't we go in for just a minute.

DAD
We're gonna get caught playing
hooky.

DAVID
Hooky? Cuttin' class, Dad.

DAD
Well, do you know how late we are?
They've probably got blood hounds
out searching for you right now.
You know... sniffing at your dirty
old sweat socks...

DAVID
Dad... There!
(pointing)
That's it, isn't it?

9A EXT. MARINE BASE - DAY

9A

David's POV - two radar dishes sit in the compound scanning
the sky.

9B INT. CAR (BASE) - DAY

9B

DAD
Yep. Those are the mobile units.
Hey, both hands on the wheel.
They just brought them in.

DAVID
How does it work?

DAD
Are you watching the road?

DAVID
I am, I am...

DAD
Okay... It's a phased array
system. You see, a short pulse of
energy is transmitted towards the
sky, and if something is out
there, energy is reflected back,
and detected on a sensitive
receiver.

Dad takes the wheel. David turns around and watches the

base disappear behind him.

DAVID
That's neat.

10 EXT. SCHOOL GATE - DAY 10

The station wagon pulls up and drops David off.

11 INT. HALLWAY (SCHOOL) - DAY 11

David is late. He runs through the empty halls on his way to class, clutching his pouch of pennies. He rounds a corner at top speed and smashes into LINDA MAGNUSON, the school nurse. David's pennies go flying. Both he and Linda end up on the floor. Pennies everywhere.

LINDA
You all right?

DAVID
Okay....

David goes for his pennies.

LINDA
Let me help you.

They quickly gather up the loot. Linda leans over to David.

LINDA
(cont'd)
Looks like you're a little late....

DAVID
Yeah...

LINDA
Me too... I got lost this morning, running around in the hills.

They continue to collect the pennies.

LINDA
(laugh to herself)
It took me forty minutes to find my way home.

David grins.

DAVID
Yeah... I think I saw you...

Linda smiles.
She hands him the last of the pennies.

LINDA
(cont'd)
Here...

David puts the pouch back in his pocket.

LINDA
(cont'd)
Be careful the hall monitor
doesn't catch you.

David nods.
He runs down the hall. He stops and looks back at Linda.

DAVID
Thanks.

12 INT. CLASSROOM - DAY

12

Two MEN IN UNIFORM stand before a roomful of fifth-graders -- GENERAL WILSON addressing the kids, his aide CAPTAIN RINALDI off to the side.
David watches from a crack in the doorway, waiting for the right moment to enter.
A pretty young girl, HEATHER, catches sight of David and smiles at him. David shrugs.

GEN. WILSON
Camp Puller is where we train one
of the Marine Corps' largest
air-ground combat teams. Our
infantry and aviation forces can
respond to threats from any enemy
force.

David pokes his head through the door. He starts to sneak to his desk when MRS. MCKELTCH, his teacher, spots him.

MRS. MCKELTCH
David Gardner!

DAVID
Sorry....

MRS. MCKELTCH
This is the third time this
month....

David heads for his desk. On his way, a young friend, DOUGLAS, passes him a note. David pockets it.

MRS. McKELTCH

(cont'd)

I'm sorry, General Wilson. Please go ahead.

Rinaldi hides a smile.

GEN. WILSON

Thank you. We're your protection against any hostile forces that threaten the peace and security of this school, city, or the country.

David settles in his seat, Heather next to him. He discreetly opens the note - 'LATE AGAIN, DICK BRAIN.' David smiles across the room at Doug. Doug acknowledges grinning.

KEVIN, the boy sitting behind David, reaches forward and swipes his note. David spins around in a flash.

DAVID

Hey, gimme that!

MRS. McKELTCH

Mr. Gardner! I want to see you after class today.

David slumps down on his desk. Kids snickering all around him.

Rinaldi exchanges glances with the General.

MRS. McKELTCH

(cont'd)

Quiet!

She puts her hand up calling for silence.

MRS. McKELTCH

(cont'd)

One two three four five!

An awkward silence descends upon the room.

MRS. McKELTCH

(cont'd)

General...

The General clears his throat.

GEN. WILSON

Any questions?

Kevin raises his hand.

GEN. WILSON

(pointing)

Yes...

KEVIN

Is everybody on the Base a Marine?

GEN. WILSON

They usually are, on a Marine Base...

The kids laugh. David turns and sneaks a glance at Kevin. Rinaldi is enjoying himself. Wilson straightens his tie.

GEN. WILSON

(cont'd)

Actually, Camp Puller is a little special. We have a research facility, operated by NASA, that's part of their Space Program.

David sits up - attentive.

GIRL #1

Wow! Are there any astronauts on the base?

GEN. WILSON

Once in a while...

(pointing to
another student)

Yes...

BOY #1

How do you keep track of things in space, when you can't see 'em?

GEN. WILSON

We have a brand new radar that can pick up anything that moves across the sky, day or night.

DAVID

That's the phased-array system.

GEN. WILSON

(surprised)

That's right...Mr. Gardner, isn't it?

DAVID

David, sir.

BOY #3

(interrupting)

Can we come and check out the Base some time?

GEN. WILSON

You're all welcome to come and visit.

(to Mrs. McKeltch)

You can call me personally and arrange a group visit almost any time.

Mrs. McKeltch nods in appreciation.

GEN. WILSON

(cont'd; looks around)

Well -- boys and girls, I hope you have a better idea of what Camp Puller Marine Base is doing here. I've enjoyed talking to you today and I know you'll look at me....

The SCHOOL BELL RINGS.

GEN. WILSON

(cont'd)

...and the other Marines on the Base as your friends.

Mrs. McKeltch nods for the class to show its appreciation. They do -- applauding, whistling.

GEN. WILSON

(to Rinaldi)

How'd I do?

Rinaldi motions 'so, so' with his hand.

RINALDI

Ahh...

The class gets up and starts moving outside. Mrs. McKeltch thanks Gen. Wilson. Children spill out the door. Mrs. McKeltch suddenly spins around.

MRS. MCKELTCH

David Gardner!

David's seat is empty.

Wilson smiles as David sneaks behind him and out the door in the flood of children.

13 EXT. DAVID'S HOUSE - NIGHT

13

LONGSHOT. The house under a full moon. A shooting star sizzles across the sky.

DAVID (V.O.)

There, Dad -- Look!

14 EXT. BACK OF HOUSE - NIGHT

14

The hill. Distant. Odd. Dark. The scrub pines and owls at night. Frogs and crickets and whippoorwills.

A big moon hanging over the top of the trees.

A magic night.

The Milky Way a band of stars across the sky.

Dad and David lying on the grass, looking up, entranced by the night's activity.

DAD
That's a bright one.

DAVID
Wow, a fireball!

Dad nods.
They watch a meteorite arc, glowing across the sky.
David's eyes see everything.

DAVID
(pointing)
There's Mars. See... real low
down over there.

DAD
(squinting)
It's pretty close...

DAVID
It's at the perihelion, only
thirty million miles from Earth.

DAD
(smiling)
Only thirty million, no wonder it
looks so close.

David gives his Dad a loving punch.

DAVID
Cut it out...

Dad hugs him.

DAD
Hey, smart ass...

The SOUND of CRICKETS.
A shower of meteorites silently cuts across the sky.

DAVID
Here they come...

His father nods.

They're coming in heavily now -- one every ten or fifteen seconds.

DAVID

(cont'd)

There are more this year than last.

DAD

This should be the heaviest shower of the year.

They lie close, enjoying the heavenly show.

Suddenly, a large incandescent meteor (the biggest we've seen) lights up the sky.

Very distant explosive, roaring sounds are heard. David and Dad jump up.

DAVID

Holy shit!

DAD

Jesus that's bright!

DAVID

That one's not gonna vaporize!
It's going to make it through the atmosphere!

DAD

It's got a hell of a tail!

The meteorite fades into the night.

David and Dad turn to each other enchanted.

The moment is broken by...

MOM

(yelling from the house)

David! Time to go to bed!

Mom approaches.

DAVID

Mom, you missed it!

DAD

It was incredible.

MOM

C'mon...

DAVID

But, it just started...

MOM
I know, but you have school
tomorrow.

DAVID
So do you.

MOM
That's why we're all going to bed.

DAD
Not me!

DAVID
(taking a stance
behind Dad)
Me either!

15 INT. DAVID'S BEDROOM - NIGHT

15

David is resisting all efforts by Mom and Dad to tuck him into bed. Mom pulls a walkman, flashlight, a bag of M&M's, a comic book and pennies from under his pillows and covers.

DAVID
How do you think I'm ever going to
become an astronaut if you won't
let me stay up late?

Dad sits at the end of David's bed engrossed in his comic book.

MOM
Did you finish all your homework?

DAVID
Did you finish yours?

Mom leans over and kisses him.

MOM
Goodnight.

As she leaves, she yanks the comic book out of Dad's hands and tosses it on David's desk.

DAD
Hey, gimme that...

DAVID
Dad, your base commander came to
our school today.

DAD
Mad Dog Wilson? What was he doing
there?

DAVID
Public relations, I guess.

George grins over his son's precociousness.

DAD
You guess, huh...

A distant ROLL of THUNDER.

DAVID
Did you hear that?

DAD
Hear what?

DAVID
Thunder, Dad. You must be getting pretty old.

DAD
G'night, wise guy...

DAVID
G'night...

Dad heads for the door and flicks off the bedroom light. David's walls and ceiling are pinpointed with specks of light from a small planetarium that sits on the floor next to his bed. Dad turns back to David and smiles, his face illuminated by the stars.

DAD
Oh, almost forgot...

He holds up a shiny penny in a little plastic case.

DAD (cont'd)
Here, a '58D in mint condition.

DAVID
Wow! Thanks Dad.

He places it on top of David's penny jar.

DAVID (cont'd)
I love you...

DAD
(tucking him in)
Love you too.
(leaving)
Goodnight.

The door closes

A room full of stars.

David pushes the covers back and goes to the window. His small telescope waiting for him.

Sitting on the sill, lit by the moon.

David tries looking through it at the meteorites. They're hard to find.

He goes back to watching with his unaided eyes.

A flicker of lightning illuminates his face. ROLLING THUNDER in the distance.

Tired, eyes sleepy...he crawls back to bed. Gets under the covers. Settles in.

His eyes close -- and he goes to sleep.

16 EXT. DAVID'S HOUSE - NIGHT

16

LONG SHOT - A storm coming in. Thunder and lightning in the distance.

17 INT. DAVID'S BEDROOM - NIGHT

17

David is tossing and turning. Dreaming.

The CRASH of THUNDER and HOWLING.

David wakes up with a start. Bolt awake. A terrible storm is raging outside.

His window open.

Rain blowing in.

He looks at the alarm clock on the night table.

4:40 A.M.

He looks across to his window.

Water running down the panes.

Blowing through the open screen.

A blinding flash of lightning whites out the room.

The small planetarium device next to David's bed suddenly comes alive, spinning beams of light across the room.

Spinning faster and faster, till it burns out.

The room falls into darkness.

18 INT./EXT. DAVID'S BEDROOM - NIGHT

18

Another flash of lightning.

David hopes out of bed.

Tracking shot - camera follows David as he gets up and goes to close the window -- camera continues out toward the hill.

Suddenly the rain comes to a dead STOP.

Like the eye of a hurricane.

It's eerie. Not a sound outside.

Just the wet lawn and the water dripping from trees.

A moment passes -- a heartbeat -- and then --

A HORRIBLE SOUND comes from the sky.

A throbbing ululation.

Massive. Terrifying.

19 EXT. DAVID'S BEDROOM - SAME TIME

19

David tries to close the window -- pulls it down. It's stuck. He puts his weight into it.

20 EXT. HILL (P.O.V. THROUGH WINDOW) - NIGHT

20

A HUGE LIGHT drops down through the clouds. It breaks through the cloud layer and descends toward the earth.

An OBJECT -- ENORMOUS, METALLIC, GLOWING. CHANGING SHAPE as it falls.

First a sphere.

Then flattening out into a disc.

Expanding to a bottle shape.

Elongating to a spear and dropping down behind the HILL.

The hill with the sand pit.

The light dies and the SOUND ceases.

21 EXT. DAVID'S BEDROOM - SAME TIME

21

As David stands in the window, open-mouthed, still clutching the sill, the RAIN AND LIGHTNING start up again. With a HOWL of WIND the window slides shut.

Shaken, wild-eyed, David runs for his parents' room.

22 INT. HALLWAY (HOUSE) - NIGHT

22

Tearing down the hall. David barges into his parents' bedroom.

23 INT. PARENTS' BEDROOM - NIGHT

23

DAVID

Dad! Mom!

His parents -- still asleep. They sit up suddenly.

DAD
David -- what's wrong?

DAVID
(screaming)
You've got to come see -- a big
thing went down over the hill!

He tears out of the room. Dad jumps out of bed and follows.

DAD
(to Mom)
C'mon...

MOM
(to herself)
I'm so glad you got him a
telescope...

24 EXT. DAVID'S BEDROOM - NIGHT

24

Dad raises the window -- all three look out.
Mom yawns.

25 EXT. HILL (P.O.V. THROUGH WINDOW) - SAME TIME

25

A flash of lightning.

The rain is abating again, but more naturally, gradually.
Water running off the roof of the house.

Nothing is visible beyond the hill.
It looks normal.
Dark, but for the occasional flicker of sheet lightning.

26 INT. DAVID'S BEDROOM - SAME TIME

26

DAVID
It was huge -- and it glowed
really bright, with all these
strange lights -- and it went down
over there -- right behind the
hill!

DAD
I bet it was ball lightning.

DAVID
I know what ball lightning is,
Dad. This was something else...

He leans on the window ledge with a sigh, staring outside.

DAD
I'll go and take a look when the
rain lets off.

MOM
(to Dad)
Could it have been something from
the base?

DAVID
No, Mom. It wasn't a plane. It
wasn't from Earth.

DAD
Maybe it was a meteor.

DAVID
No way, Dad.

His father looks concerned -- and interested.

DAD
You go back to sleep. I'll look
when it's light. Okay?

DAVID
(reluctantly)
Okay...

They wait for David to climb back into bed. They close the
door. David shuts his eyes and snuggles up under the
covers. A beat. His eyes pop open.

27 EXT. HILL - NIGHT

27

A beam of light cuts through the darkness. David slowly
makes his way up the twisting pathway in his pajamas.
Through the dense forest, wet after the rain. Aware of
every sound. His heart in his mouth.

He pushes a tree branch to one side as he climbs. The
branch swings back and hits him in the head from behind.
David jumps!
He shines his flashlight every which way.
Nothing.
He continues on.

David reaches the crest of the hill. He turns off his
flashlight and ducks behind a bush.

27A EXT. SAND PIT - NIGHT

27A

A large sand pit lies before him, barely visible in the
pre-dawn light.

27B EXT. HILL - NIGHT

27B

David turns on his flashlight. He cautiously shines it on the sand.
It's white, smooth -- untouched.

Suddenly David feels something on his back. He jumps six feet in the air! He drops his flashlight.
A frog jumps to the ground, CROAKING -- taunting him.
David picks it up and considers it a moment -- then tosses it.
It flies into the bushes.

David looks around for his flashlight. He spots it a little way down the hill.
He walks toward it in the early dawn.
It doesn't work.
David checks the damage.
Crunching leaves. Twigs breaking. FOOTSTEPS!
David's heart skips a beat. He slowly turns toward the ridge.
DAD! Silhouetted against the morning sky. He makes his way over the crest of the hill.

DAVID

Dad!

Dad says nothing -- keeps coming.
His bathrobe is a little mussed.
He looks all right -- but not all right.
He seems a little cold -- or maybe just tired.

DAVID

(cont'd)

Did you see anything?

No response.

DAVID

(cont'd)

Are you all right, Dad?

DAD

(brightens a bit)

Sure...fine.

Dad walks by him.

As he does -- David sees that he's missing a SLIPPER.

27C INT. STAIRWAY (HOUSE) - MORNING

27C

David comes shooting down the stairs dressed and ready for school.

28 INT. KITCHEN - MORNING

28

Mom is busy fixing breakfast. She tries to study at the same time.

David enters the room.

MOM

Is your room clean?

DAVID

It's clean... Where's Dad?

MOM

(engrossed in her books)

Huh...

David stares at her.

Mom looks up.

MOM

(cont'd)

George.

David spins around.

Dad is right behind him!

David is taken aback. Dad's still in his bathrobe.

MOM

(cont'd)

You want coffee?

David watches him closely.

DAD

Ah... yeah.

He sits down as Mom pours him coffee.

DAVID

What happened to your other slipper, Dad?

Mom looks now.

DAD

I lost it..

MOM

George...

DAD

(smiles; a little sheepishly)

It's kind of muddy out there.

DAVID

Are you sure there wasn't anything
over the hill?

Both David and his Mom are interested now.

Dad looks at his son. Smiles.
Taps him affectionately on the head.

DAD

Nothing. It was a bad dream,
that's all.

Mom continues to fix breakfast.
Dad gulps down his piping hot cup of coffee.
David watches speechless, as steam comes out of Dad's mouth.
He gets up to refill his cup.
David follows him with a look.
His father rubs the back of his neck.
He pours himself another cup of coffee..

David SEES a SCRATCH MARK -- BLOODY -- ON THE BACK OF DAD'S
NECK. But he doesn't get a good look at it. It's a
half-glimpse. David tries to get another look.

He does, as his Father sits down.

Looking directly at it. A strange, bloody SPOT above his
Dad's collar.

DAVID

(slightly alarmed)

What happened to your neck, Dad?

Dad reaches back, touches the spot. Immediately. Passes it
off --

DAD

A branch must have nicked me.

Smiling; sips his coffee.
His bathrobe now covers his neck.
He dumps a dozen saccharine tablets in his coffee.
Mom turns around from the counter and sets their breakfast
on the table.

MOM

Honey, let me take a look...

DAD

It's nothing.

MOM

Let me see. It might need a
bandaid.

DAD

No.

MOM

Okay... You guys eat this before
it gets cold. I'm off.

Mom collects her things. She leans over and kisses David.
David stares as Dad pours the whole bottle of saccharine
tables into his coffee.

MOM

Bye, darling.

Dad takes a big gulp of coffee.
David watches, open-mouthed as Mom kisses him on the head.

DAVID

Mom!

MOM

(leaving the room)

David, hurry up and eat or you'll
be late.

David looks at the clock. 7:20.
Alone with his Dad.
They sit across the table from each other.
Through the kitchen window, Mom's car is seen disappearing
down the driveway.
They look at each other.
Dad says nothing. Expressionless.
Unblinking.
A CLOCK TICKS loudly.
David's starting to get scared.

DAD

Let me walk you to the bus stop.

33 EXT. BUS STOP (DAVID'S HOUSE) - MORNING

33

The two walk down the driveway to the road.
David's upset.
Something's wrong with his Dad and he doesn't know what.
Dad looks down at him. An odd smile.

DAD

You were right. There is
something over the hill.

David looks shocked.

DAVID

What?!

His Dad looks back -- at the hill behind the house.

DAD
Come on. I'll show you.

David suddenly doesn't want to see it.
Dad reaches out -- still smiling -- to take him by the hand.
David's suddenly frightened:

DAVID
(shrinking back)
No, Dad.

Dad grabs David's hand.

DAVID
(cont'd; struggling)
No! What are you doing?

He tears free from his old man's grasp.. Dad steps toward him.

DAD
What's the matter... afraid?

David takes a step back.
At that moment, they HEAR a loud HONKING.
David looks, and sees the SCHOOL BUS rounding the bend.
Books in hand, he runs for the bus.

34 EXT. BUS (TOWN) - DAY

34

The bus speeds through town, towards school.

35 INT. BUS - DAY

35

David sits next to his friend Doug.
The bus is scattered with children, talking and playing.
David is quiet.
Doug is concentrating hard -- folding a piece of paper.

DOUG
What's eating you?

David struggles to let it out.

DAVID
My Dad flipped out this morning.

DOUG
So...

DAVID
No. He was really acting weird.

DOUG
(continuing to
fold the paper).

So?

David stares at him. Doug pulls out a large rubber band.

DOUG
(cont'd)
My Dad's always like that.

DAVID
Really!

Doug loads the paper pellet onto the rubber band and takes aim.

DOUG
Yeah, he's a dick!

Doug fires the projectile.
It flies through the bus and hits the DRIVER on the back of his neck.

35A EXT. BUS (TOWN) - DAY

35A

The bus swerves into the middle of the road. Then quickly gets back on course.

36 OMIT
37 OMIT

36
37

38 INT. CLASSROOM - DAY

38

A LIVE FROG imprisoned in a glass jar, freaking out.
David looks at the wall clock.
1:45. Time seems to be going slowly.
Mrs. McKeltch walks between desks handing out slips of paper to each child.

MRS. MCKELTCH
So, have your parents sign them,
and bring them back to me promptly
in the morning.

Large green mottled frogs lie dissected in front of pairs of students.
David sits poised with a scalpel.
Heather sits next to him. She squints her eyes in disgust.

MRS. MCKELTCH
I collected these specimens from
the marsh area adjacent to Copper
Hill.

Mrs. McKeltch smiles her iguana smile.

MRS. MCKELTCH
(cont'd; points to
a chart)
Who can tell me what these two red
sacs are?

GIRL #1
(looking down at
her frog)
Which ones, Mrs. McKeltch?

Mrs. McKeltch walks over to the Girl to help.
Kevin and another BOY are fighting behind David.
The boy picks up a frog and tosses it.
Kevin ducks.
SMACK!

The frog hits Heather square in the face.
It falls to the table.
She squeals!

David comes to her defense. He picks up the frog and throws
it back. He cuts himself with the scalpel in the process.
Mrs. McKeltch turns just in time to see the frog leave
David's hand.

MRS. MCKELTCH
David Gardner! That may be the
way you behave at home, but it's
not the way you'll behave here!

The class breaks out in laughter.

MRS. MCKELTCH
(cont'd)
One two three four five!!

The class falls silent.

HEATHER
(next to David)
Ooh! He's bleeding...

David looks down at his hand -- a small wound.

MRS. MCKELTCH
Heather, you supervise them while
I take this uncontrolled young man
to the school nurse.

HEATHER
Yes, ma'am.

Mrs. McKeltch drags David from his seat. She examines his
cut on the way out.

MRS. McKELTCH

(cont'd)

I hope you need a tetanus shot.

39 INT. NURSE'S OFFICE - DAY

39

The door bursts open.

Mrs. McKeltch swings David into the room.

The Nurse is talking on the phone, her back toward them.

She turns around -- it's Linda Magnuson.

MRS. McKELTCH

Ms. Magnuson, David here has gone ahead and cut himself. It probably serves him right!

LINDA

Oh, yes... thank you...

(hanging up the phone)

What... I'm sorry...

MRS. McKELTCH

I said this silly boy has cut himself! I don't know what he's gotten into. He's... he's uncontrollable!

LINDA

I'll take it from here, Mrs. McKeltch.

MRS. McKELTCH

McKeltch!

The DOOR SLAMS.

She is gone.

Linda takes a close look at David's hand. She examines the tiny wound.

LINDA

(smiling)

I think you'll live.

David is still upset.

LINDA

(cont'd)

Listen, don't worry about her. Okay?

David nods.

LINDA

(cont'd)

You sure get around this place.

DAVID
Yeah...I guess.

LINDA
Here, take a seat on the table and
I'll clean this up for you.

Linda pulls up her tray of supplies and starts to clean his wound.

LINDA
(cont'd)
Watch out, this stuff stings a
little.

She applies iodine to the wound. David doesn't flinch.

LINDA
(studying him)
Tough guy, huh...

David shrugs.
She covers his wound with a bandaid.

DAVID
You're the new nurse?

LINDA
(remembering)
Oh, that's right, I never
introduced myself... Linda
Magnuson.

Linda grabs David's hand and shakes it. David squirms in pain. She lets go.

LINDA
Sorry! David, I'm so sorry.

David smiles.

DAVID
It's okay.

Linda smiles back -- he trusts her.

40 EXT. BUS STOP (JIMMY'S HOUSE) - AFTERNOON 40

David gets off the school bus.
He examines the bandaid on his hand and heads for his house.

41 EXT. SIDE OF HOUSE - AFTERNOON 41

Dad's car is parked in the driveway.
David wanders towards the house. The side door swings in
the breeze.

David hears faint noises...inside the house. He calls out.

DAVID

Dad...

No answer.

He cautiously enters the house.

42 INT. HOUSE - AFTERNOON

42

David plonks his bag down and slowly makes his way through the kitchen. The side door slams behind him.

He jumps!

David goes out the door -- no one there.

He turns back to go on and accidentally kicks his back across the floor.

David shudders.

He continues, the noise growing louder.

DAVID

Dad...

David pokes his head into the living room.

No one there.

The T.V. is blaring -- no picture. Static crackles across the screen.

David watches it for a moment -- he touches the screen.

He turns the set off.

He walks into the entry hall and looks up the stairs.

He turns back towards the kitchen.

Smack! Straight into Mom. They both jump.

Mom drops her books.

DAVID

Mom!

MOM

David, don't do that.

DAVID

Where's Dad?

MOM

I don't know. He's probably around here somewhere.

DAVID

No he's not! I looked all over.

MOM

(picking up
her books)

Maybe he got a ride to the base
with one of the guys.

DAVID

No...

MOM

David, what's the matter?

DAVID

Dad's weird'd out.

MOM

Hey, you know your father...
C'mon... Don't worry.

DAVID

Mom! Where's Dad?

MOM

I don't know. He must be here
somewhere.

DAVID

He's not!

MOM

David, what's the matter with you?

DAVID

I'm worried about Dad.

MOM

C'mon, let's both have a look
around...don't worry.

43 INT. DOWNSTAIRS HALL - NIGHT

44

David and Mom sit on the stairs in the fading light. Mom
turns on the lamp by the hall phone.

MOM

Okay, now I'm worried!

44 EXT. DAVID'S HOUSE (FRONT DOOR) - NIGHT

44

Two local COPS show up.
Park their car.
They make their way toward the house and walk in.

45 INT. HOUSE - DOWNSTAIRS HALL - NIGHT

45

MOM

Hi, Chief, thanks for coming.

CHIEF
Sure, Mrs. Gardner. You know
Officer Kenney?

KENNEY
(nods)
Ma'am.

MOM
George's car has been parked
outside since this afternoon. I
don't know where he is. It's not
like him.

CHIEF
Is there anywhere you can think of
that he might be?

DAVID
Maybe he went back over the hill.

The Cops look at David.

MOM
David...

CHIEF
Copper Hill?

MOM
David thought he saw an aircraft
crash there last night. George
went out and looked around --

DAVID
No, I didn't, I saw these huge
lights and everything, just like
Close Encou --

MOM
David, stop that! Sorry Chief.
George took a look up there this
morning but he didn't find
anything.

CHIEF
I'll tell you what, Mrs. Gardner,
we'll go up and have a look. Come
on, Kenney.

46 EXT. HILL BEHIND HOUSE - NIGHT

46

The two Cops go back along the path through the woods.
CLICKING on flashlights.
It's starting to get dark.

OFFICER KENNEY
(to Chief, as they
climb the path).
I didn't hear nothin' about a
plane crash...

David and his Mom stand watching as they climb the hill and disappear over the top of the ridge, flashlights bobbing.

Suddenly, behind them, Dad steps out of the shadows under the trees.

Mom and David hear the CRUNCH of his footstep, and turn.
Mom SHRIEKS.

MOM
Oh, my God, George, you scared the
hell out of me.

George has ANOTHER MAN with him. A man we haven't seen before.

DAD
This is Ed. Ed, this is my wife.
This is my son.

A pause. They stand in the gathering gloom, while WHIPPOORWILLS CALL.

MOM
How do you do?

ED
Couldn't do much better. And
yourself?

MOM
Yes...I'm...fine. George, where
were you? I called the police.

ED
Well, I guess I better be going.
I have to pick up Alice and
Heather.

DAD
See you later, Ed.

Ed walks away into the darkness. His neck cannot be seen.

MOM
What happened to you? Where did
that guy pop up from? He looks
familiar.

DAVID

That's Heather's father...she sits next to me in class and looks at me all the time.

DAD

Ed works with the phone company. The switching division...

MOM

Since when are you working with the phone company?

DAD

We had a special meeting...the new hookup at the base.

Something off key in his voice. She senses it but lets it pass.

DAD

Well, I'm home now.

DAVID

(interrupting)

Mom!

Just now David sees a flashlight coming toward them. The two cops have returned.

Kenney is buttoning his collar. The Chief is straightening his tie. David watches them closely.

CHIEF

(to George)

I see you're back.

Dad nods at him. As if he's good friends with these two!

KENNEY

Your boys got quite an imagination.

DAD

Yes, I know.

MOM

(politely)

Thanks for coming, Chief. Looks like we found him ourselves.

DAD

Everything's fine now, thanks.

The cops nod.

CHIEF

Our pleasure.

KENNEY

Goodbye, ma'am.

David looks quickly in the dark.

Just a flash -- but it looks like a scratch mark -- a BLOODY SPOT on the back of the Chief's neck. David can't get a good look at Kenney.

Dad has David by the hand, leading him back to the house, Mom by their side.

David turns back once more -- sees Kenney gingerly touching the back of his neck.

47 INT. KITCHEN - AFTER DINNER (NIGHT)

47

Dad seems to be in a better mood. He draps his arm around Mom. David's watching.

DAD

(to Mom)

We'll take a walk after you do the dishes.

MOM

You do the dishes.

DAD

You know, it really is beautiful up there.

MOM

George, you're really strange.

Mom leans over and kisses Dad on the cheek -- hands him the dish towel.

David walks out of the kitchen.

48 INT. DOWNSTAIRS HALL - NIGHT

48

Mom comes out of the kitchen, in a hurry. David's waiting for her.

DAVID

Mom, I gotta talk to you.

MOM

Honey, can you wait, I gotta --

Mom opens the bathroom door.

DAVID

Mom!

She stops and looks at him. He's a wreck.

DAVID

Please -- don't go over the hill.

MOM

Why not, David, what's wrong?

Mom waiting, concerned. A terrible sense of doom descending on David.

DAVID

Mom, something terrible happened up there to dad -- he got a scratch on his neck and now he's not Dad anymore -- Mom, please!

He's near tears, terrified that something is going to happen to his mother... She stares at him, not knowing what to make of the outburst. She places her hand on his forehead.

MOM

You feel okay... David, there's nothing on the other side of the hill. The police even said so.

Just then -- Dad -- comes out of the kitchen.

DAD

What's wrong?

MOM

It's his nightmare. He still hasn't gotten over it.

They stare down at David.
Two tall adults.

DAD

(to Mom)

He'll get over it. Let's finish the dishes.

Mom gives David a kiss on the forehead.

MOM

Forget about it, honey.

Mom starts to go back into the kitchen with Dad.
He puts his arm around her, smiles.
Dad looks back at David.

DAD

(to David)

How about tomorrow, we'll take a
walk up there when it's light.
Okay? Go to bed now, honey.

Mom goes into the kitchen.

Dad gives David a withering look.

As if he's got a perfect line on David.

David turns away from Dad -- and goes upstairs.

49 INT. DAVID'S BEDROOM - NIGHT

49

David lying in bed. The blankets pulled up to his chin.
LISTENING intently to the SOUNDS of DISHES CLATTERING, pots
and pans in the kitchen downstairs.
Every fiber of his being -- straining. As long as he can
HEAR them, his Mom is safe -- inside.

Suddenly... the sounds grow fewer. The stop.

Silence from the kitchen.

David's heart skips.

He gets up -- goes to the bedroom door. Opens it -- looks
downstairs. Listens. No one downstairs.

He runs to the window.

50 EXT. HILL (DAVID'S POV THROUGH WINDOW)

50

David SEES his Mom and Dad walking up the path to the
ridge. His heart sinks. Dad escorting Mom.

51 EXT. DAVID'S BEDROOM

51

David in the open window. The wind howling. David
aching to do something. He starts to cry out -- the cry
sticks in his throat. He's frozen with fear. Nothing he
can do but watch. The figures of his parents getting
smaller. He goes to his TELESCOPE on the window sill.

52 EXT. HILL (DAVID'S POV THROUGH TELESCOPE)

52

His parents at the top of the ridge. Talking. Suddenly
Dad plants a kiss on Mom. She laughs girlishly.

Dad takes his wife's hand. As they are about to disappear
over the top Dad turns back to the house for a moment and
WAVES -- right at David -- with that withering look again in
his eyes.

53 EXT. DAVID'S BEDROOM

53

DAVID

Mom....!

An awful, anguished cry.

David, breathing hard, leaning out the window. Eyes never leaving the crest of the hill.

He rests his head on his arms on the sill. Sobbing.
The bedside alarm clock says 10:10.

DISSOLVE TO:

54 EXT. DAVID'S BEDROOM - LATER - NIGHT

54

SFX: A DOOR SLAMS.

David awakens with a start.

He's fallen asleep at the window sill...

He looks at the clock. 12:20.

His eyes fly to the ridge.

55 EXT. HILL (DAVID'S POV THROUGH WINDOW)

55

The top of the ridge -- nobody there.

56 INT. DAVID'S BEDROOM

56

He runs to his door. Cracks it open.

He HEARS the muffled VOICES of his Mom and Dad, fragments of conversation as they move around in the living room.

VOICES (O.S.)

(muffled)

... it's late... yes, late...
he's... probably asleep.

DAD (O.S.)

... tomorrow... midnight.

MOM (O.S.)

... yes. Midnight.

David HEARS them start upstairs. He's scared.

DAD (O.S.)

... he's in his room.

57 INT. HALLWAY (NEAR DAVID'S BEDROOM)

57

DAVID'S POV of the parents' SHADOWS climbing the stairs.
The WHISPERING VOICES still muffled but drawing closer...

MOM (O.S.)
... should we take him now...

DAD (O.S.)
... his room...

58 INT. DAVID'S BEDROOM

Terrified, David ducks back into his room. Lies there under his blankets, shuddering...

DAD (O.S.)
... David...

David cringes in his bed. He can HEAR his parents stop in the hall outside his room.
The door to his room cracks open.
A band of hall light across the dark floor.
He can hear BREATHING out in the hall..
He shuts his eyes tight... FOOTSTEPS in his room!
A METALLIC NOISE... more FOOTSTEPS...
The door closes -- CLICK. It's quiet now.
David opens his eyes. Petrified, he looks around the room --
Springs silently from bed, goes to his bureau... His penny collection is missing.

He reaches under his bed, finds a sneaker, sighs with relief. Inside the sneaker are his prize pennies in the felt pouch. He clings to them tightly.

59 INT. KITCHEN - MORNING

59

David watching his mother closely.

She seems normal. Smiling as she fries up some bacon.
Birds CHIRPING outside.
Mom's back is to him. David tries to see her neck.
He can't. She has a HIGH-NECKED COLLAR on her blouse.
He sits at the breakfast table. Edgy. Fearful.
Picking at his toast.

Dad comes in. Sits down, saying nothing.
Mom turns and stares at David.

MOM
Not hungry, David? Are you all right?

She places a plate of bacon before him. Burnt to a crisp.
David doesn't say anything. Just stares at the food -- afraid to look.
Mom picks up a blackened piece of bacon and eats it with relish, yum. George does the same.

MOM

I don't think he's feeling well, George.

Mom goes to the refrigerator... rummages through and finds some RAW HAMBURGER.

As David watches -- she scoops out a small mound with her hand, molds it into burger shape, grabs a salt shaker and pours enough SALT on the raw meat to make it WHITE.

MOM

I have an idea!

She pinches off a chunk and pops it in her mouth, chewing on it as she speaks. David stares, going crazy inside.

MOM

Let's all go on a picnic, up at the hill!

David looks at Mom -- at Dad.

DAVID

Mom, you've got classes.

MOM

We'll go this afternoon. It's wonderful up there -- your father showed me a place you've never seen before.

DAVID

(breathing fast)

I don't want to go.

DAD

We'll have a great time.

MOM

I'll pack us a lunch. Hamburgers. You always like that, don't you?

David doesn't know what to say.

The world closing in.

He just stares at his uneaten food -- then at his Mom and Dad.

Outside a HORN HONNNKS.

Mom looks out the window -- then at David. She watches him get up.

DAVID

My bus is here.

Mom approaches him. David backs away a step. She comes at

him. Throws her arms around him. Squeezes hard. There's a terrible look in her eyes -- a coldness that is not at all like Ellen Gardner.

David can't see his mother's face. But he is confused and frightened... he strains against her grasp --

He breaks free, grabs his backpack and runs out the door.

59A EXT. GARDNER HOUSE - DAY

59A

David racing away from the house, down the street, looking back over his shoulder...running toward the school bus which is a block away, approaching slowly...as Mom and Dad emerge from the house and watch him run away.
Mom turns to Dad with a questioning look: Shouldn't we go get him?

DAD

Later.

60 EXT. SCHOOLYARD - LATE MORNING

60

The kids are at recess, playing.
David sits alone on the jungle gym. Peering between the bars like a caged monkey.
Doug runs past him after a fly-ball.
David is sullen.
Doug runs up to him out of breath. He pounds a baseball into his catcher's mit.

DOUG

You were shit'n me about that spaceship crap, right?

David stares at him.

DAVID

Just forget it, okay.

Doug continues to pound the ball into his mit.

DOUG

You know, all the guys think you're out of your fuck'n mind.

DAVID

Oh, that's just great...

DOUG

You sure you don't want to play?

DAVID

Nah... forget it...

DOUG

Okay!

Doug tosses the ball across the playground and starts to run off -- he turns back to David.

DOUG

(yelling)

Hey Dave, why don't we go fly on our bikes this afternoon! Huh!

He runs off.

61 INT. HALLWAY (NEAR CLASSROOM) - MORNING

61

David wanders through the empty halls -- the sounds of children playing outside.

He rounds a corner and spots Mrs. McKeltch talking to the Chief.

David hides behind a locker -- he strains to hear what they are saying.

CHIEF

...Midnight.

MRS. MCKELTCH

No problem.

Mrs. McKeltch nods. She walks into her classroom.

The Chief wanders off down the hall.

David, suspicious, sneaks up to the classroom and peeks in.

62 INT. CLASSROOM/MCKELTCH'S OFFICE - SAME TIME

62

David's P.O.V.

Mrs. McKeltch is standing with her back to him writing something on the blackboard. She walks into her office.

David stares at the board -- shocked.

He reads it again, not wanting to believe what it means --
'2:00 P.M. FIELD TRIP TO COPPER HILL.'

He hears Mrs. McKeltch in her office, and cautiously makes his way through the classroom.

He peers into the office.

She is standing with her back to him doing something with the SPECIMENS on her desk.

David LOOKS, hard.

CLOSE: MRS. MCKELTCH'S NECK -- there's a small BAND-AID

just below the hairline.

GIRL'S VOICE (O.S.):

What are you doing, David?

He whirls around.

It's Heather.

Mrs. McKeltch turns. A FROG is protruding from her mouth.

SLURP -- the frog disappears -- sucked into her mouth.

David, speechless with horror, turns and runs.

Heather is blocking the doorway. Deliberately. A weird gleam in her eye.

DAVID

Heather!

David knocks her over and bolts.

63 INT. HALLWAY (NEAR CLASSROOM) - SAME TIME

63

Mrs. McKeltch pursues him.

Heather watches the chase from the door of the classroom, expressionless.

64 INT. HALLWAY (NURSE'S OFFICE) - MORNING

64

David runs toward Linda Magnuson's office.

Mrs. McKeltch coming after him, at a run.

MRS. MCKELTCH

Stop! David Gardner...stop right where you are!

David yells as he reaches the door.

Linda opens it -- looks at him.

LINDA

David, what's wrong?

She sees Mrs. McKeltch running down the hall after him.

MRS. MCKELTCH

I've had it with you!

LINDA

Mrs. McKeltch, what's the problem?

MRS. MCKELTCH

I told you before! This boy is trouble. He must be severely punished!

Mrs. McKeltch reaches -- as if to take David back with her. Linda puts her arm around him.

LINDA

Please, Mrs. McKeltch. Just let me talk to him.

MRS. MCKELTCH

No! Give him to me...

Mrs. McKeltch notices other teachers and students in the hall observing the confrontation.

LINDA

Please let me talk to him. David, go into my office.

MRS. MCKELTCH

(gritting her teeth)

You're pushing it, sister! I'll be back for him in five minutes.

She struts off down the hall.
Linda looks puzzled.

65 INT. NURSE'S OFFICE - DAY

65

Linda takes a close look at him.
If David was upset the other day, he's crazed now.

LINDA

(gently)

It's okay... David, relax.

DAVID

You don't understand!

LINDA

What? Understand what?

He looks at her, still fearful.

LINDA

David, whatever you tell me stays in this room.

Jimmy wants to trust her. Wants to tell her.

LINDA

(cont'd)

Y'know I'm here to help, I'm a nurse -- I'm supposed to say that, but it really is true, David.

She smiles nervously. David hesitates. Finally speaks.

DAVID
(hesitantly)
First... Can I see the back of
your neck?

Surprised, Linda hesitates a second. Odd request. She
turns and lifts the hair up off the back of her neck.
David looks -- sees perfect unblemished white skin.

DAVID
All right...

DISSOLVE TO:

66 INT. NURSE'S OFFICE - DAY

66

LINDA
(laughs)
Eating a frog?

David nods yes.

LINDA
I dunno, David, that's some kinda
story. You realize that.

DAVID
It's not a story!

LINDA
A UFO lands in back of your house
and puts something in your dad and
mom's necks. Then it gets the
police, and your teacher, too.

David nods.

LINDA
(cont'd)
How did it get Mrs. McKeltch?

DAVID
She said the frogs came from
around the Copper Hill. She
must've been there.

Linda looks at him. David's told the story with such
conviction.

LINDA
David, I want to believe you...

DAVID
Then why don't you?

LINDA

It's just so far-fetched.... It's not that I don't believe in UFOs, because I do...

DAVID

(cutting her off)

You do!

LINDA

Well... One time I was driving in Oregon. It was late at night, I was on the highway...and I saw something...

DAVID

What?

LINDA

I'm not sure, it looked like... well, a glowing brillo pad. But David, what would you think if someone told you a story like that?

DAVID

I'd believe him.

LINDA

You would, huh -- why is that?

DAVID

'Cause, he wouldn't lie.

Linda looks at him. The kid is so earnest.

LINDA

Stay here a minute.

She gets up and goes out into the hall.
Closes the door behind her.

67 INT. SCHOOL ADMINISTRATION OFFICE - DAY

67

Linda exiting her office, shutting the door behind her, striding briskly. Turns a corner -- Mrs. McKeltch is standing there. Startling Linda for a moment.

MRS. MCKELTCH

Well?

LINDA

Mrs. McKeltch. David seems concerned about an injury to your neck.

MRS. McKELTCH

My neck?

LINDA

He says you have a bandage on it.

MRS. McKELTCH

Why, yes...I have a boil on my neck.

Linda smiles ingratiatingly.

LINDA

Why don't you let me have a look at it? I might be able to help you clear it up.

Mrs. McKeltch stiffens.

MRS. McKELTCH

Don't you touch me! I want the boy!

Linda stands her ground.

MRS. McKELTCH

(cont'd)

If you don't give him to me, I'm going to the principal!

Linda stares her out.

Mrs. McKeltch storms off with her nose in the air. She turns back and yells down the hallway.

MRS. McKELTCH

You've got a lot of nerve, sister!

Linda looks at her -- startled.

Thoughtful now -- she turns toward her office.

67A INT. NURSE'S OFFICE - DAY

67A

Linda pokes her head in the office. David sits there silent.

LINDA

Don't budge.

She heads off after McKeltch.

67B INT. ADMINISTRATION AREA - DAY

67B

A SECRETARY suddenly appears before she leaves the Administration Office.

SECRETARY

Ms. Magnuson, is David Gardner with you?

LINDA

(guardedly)

Why, yes...

SECRETARY

His father is on the phone and wants to talk to him.

LINDA

(mystified)

Let me take the call.

She keeps an eye on David as she picks up the phone in the Administration Office.

David watches her through the open door.

LINDA

(into phone)

Hello, this is Linda Magnuson, the school nurse speaking.

DAD'S VOICE

(on phone)

I understand Miss, that you have my son in your office.

LINDA

Yes, I do Mr. Gardner. How did you know?

DAD'S VOICE

What's he doing there?

LINDA

(looking at David)

We were having a little talk.

DAD'S VOICE

About what?

67C INT. NURSE'S OFFICE - SAME TIME

67C

David overhearing. He's getting only Linda's end of the conversation.

LINDA

Well, he seems to be under some kind of stress.

David sighs. His heart sinking. She doesn't believe him.

67D INT. ADMINISTRATION OFFICE - SAME TIME

67D

Linda with her ear to the phone.

DAD'S VOICE

What has he told you?

LINDA

I don't know what you...

DAD'S VOICE

(interrupting)

You people have a lot of nerve,
meddling into family affairs.

LINDA

I was just trying to help.

DAD'S VOICE

No! His storytelling has gotten
him into a lot of trouble.

67E INT. NURSE'S OFFICE - SAME TIME

67E

David continues to watch Linda.

LINDA

I didn't know that...

David cringes.

67F INT. ADMINISTRATION OFFICE - SAME TIME

67F

Linda studies David.

MOM'S VOICE

He needs professional help!

LINDA

(alarmed at the tone)

Actually, I think...

DAD'S VOICE

I'm not particularly interested,
Ms. Magnuson, in what you think.
My wife and I are going away on a
business trip this afternoon and
we want David with us. Keep him
in your office until we arrive.

LINDA

Of course.

Very odd vibes she's picking up on the other end of the
phone.

DAD
We'll be by to pick him up in ten minutes.

LINDA
Yes, Mr. Gardner.

CLICK. George hangs up.
Linda sets down the phone and looks at it a long moment.
Then up at David.

68 OMIT

68

69 INT. NURSE'S OFFICE - SAME TIME

69

David looks back at her fearful.
Linda comes back into the office.
She looks at him closely.

LINDA
They're coming to pick you up...

DAVID
I won't go with them! I won't!

LINDA
I promised them I'd keep you here.

DAVID
So, you're on their side?

Linda closes the door to her office.

LINDA
(to herself)
Boy, is this going to be a mess.

She studies David -- he's breathing hard.
He looks at her pleadingly.

LINDA
Okay, you can go out the window.

David's heart leaps.
Linda takes a key out of her purse.

LINDA (CONT'D)
This is the key to my back door.
I'll meet you there when school
lets out.

David takes the key and goes to the window.
As he climbs out, a bag of M&M's falls from his pocket to
the floor.

Linda picks them up.

LINDA
(handing back the bag)
Here, don't forget these...

DAVID
(taking them)
Thanks.

He lowers himself out of the window.
Linda watches him disappear.

Suddenly, David's back!
The top of his head poking into the office.

DAVID
Where do you live?

LINDA
(thinking)
Oh!... Ah... uhmmm...

DAVID
Where?!

LINDA
(mad at herself)
I just moved... Arroyo... damn...
just a second...

David hangs onto the windowsill, impatient.
A shadow looms at Linda's office door.

LINDA
(cont'd; remembering)
Four, two... six... No! It's
four, six, two South Arroyo.

DAVID
Bye!

LINDA
Do you know how to get there?

He's gone.

69A INT: HALLWAY (NURSE'S OFFICE) - DAY

69A

Linda starts to leave the office.
Heather stands in the doorway!
Linda is taken aback.

HEATHER
(demanding)
Where's David?

Heather tries to get a glimpse into the office.
Linda closes the door behind her. She brushes Heather
aside, not noticing the cold look in her eyes.

LINDA

He's not feeling well, Heather.
Why don't you come back later?

Heather races off down the hallway.
Linda watching... gasps as she SEES the back of Heather's
neck -- right between her pigtails -- a BANDAGE and below it
a little trickel of dried BLOOD...

70 EXT. SCHOOL BUILDING (NURSE'S OFFICE) - DAY

70

David hides behind some low bushes and a tree outside the
window.
Free -- he takes in some breaths of clean, fresh air.
Looks both ways to see no one's around... and starts across
the school grounds.

71 EXT. SCHOOL GATE - SAME TIME

71

Sneaking out to the gate now, David hugs the building. The
ground deserted -- all the other kids back in class.

72 EXT. PARKING LOT (SCHOOL) - SAME TIME

72

David presses close to a wall -- he watches a car park in
the visitors' parking lot.
Then he starts to run -- through the teachers' parking lot.
David's almost around a van -- when he sees Heather coming
toward him.
Nowhere to go -- Heather is going to see him any second.
The door to the van he's hiding behind is ajar.
David hops in -- just before Heather turns the corner.

73 INT. VAN (PARKING LOT) - SAME TIME

73

David pulls the door closed most of the way. Turns
around -- nearly shrieks as he is face to face with a
SKELETON! Breathing hard, he looks around -- sees a clutter
of small animal cages, butterflies mounted on cardboard,
stuffed rodents, dead fish and reptiles in mason jars... A
moment of awful realization as he hears a new set of
footsteps and Heather's icy voice.

HEATHER (O.S.)

He's still with the nurse.

MRS. McKELTCH (O.S.)
His parents will take him.

David starts for the door.
It's suddenly SLAMMED SHUT from the outside!
He's trapped.
He scrunches down behind the jump seats. The front door
opens and someone gets in.

MRS. McKELTCH! His heart stops.
She doesn't see David. She starts the van and pulls out of
the lot.

73A EXT. VAN (HIGHWAY) - DAY

73A

The van speeds down a scenic two-lane highway.

74 INT. HALL (NURSE'S OFFICE) - DAY

74

David's Mom and Dad --
Dad furious with Ms. Magnuson.

DAD
What do you mean -- gone? What
the hell kind of a nurse are you,
anyway?

LINDA
I'm sorry, Mr. Gardner. I was out
of my office for a minute and when
I got back -- he was gone.

Linda is studying him -- and his wife -- carefully.
He still has the band aid on the back of his neck.
Linda SEES it.

Dad looks at Mom --

DAD
What did he talk to you about?

LINDA
He was upset. He is having a
problem with one of his teachers.

MOM
(butting in)
I told you he needs psychiatric
help.

DAD
Is that all he said?

LINDA

Yes. It was just a small problem
with one of his teachers.

CUT TO:

75 OMIT

75

76 OMIT

76

77 INT. VAN (HIGHWAY) - DAY

77

David stowed away, unseen.

He crouches in an uncomfortable position -- too scared to move.

He finally edges down and tries to sit. He slips -- landing on something that makes a loud rattling noise. Cringes.

Looks down and sees a stack of copper piping.

He carefully sneaks a peek at Mrs. McKeltch up front. She doesn't seem to have heard him. But the band aid on her neck has come loose. It's hanging by one end -- and David can SEE, below her hairline, black stitches on a round red wound -- an X-SHAPED MARK.

77A EXT. WOODS - DAY

77A

Mrs. McKeltch drives on further.

Then slows the van -- and pulls off the country road.
Driving into the woods.

78 EXT./INT. VAN (WOODS) - DAY

78

Mrs. McKeltch stops the van and gets out.

David waits -- then crawls up to look out the driver's side window.

He sees Mrs. McKeltch walking away through the woods toward a HILLSIDE.

David continues to watch as Mrs. McKeltch stops... before some sort of tunnel.

She goes in.

David lets himself out of the van and follows along the path Mrs. McKeltch took.

He comes to the mouth of the TUNNEL.

Eight feet high.

David can HEAR Mrs. McKeltch WALKING down the tunnel's length.

He follows her.

a serpent's.

It slithers out of its aperture and takes its place on the throne.

Mrs. McKeltch appears drugged -- mechanically responsive to this controlling thing -- it TESTS her.

David watches from a vantage point high on the ramp.

Like checking out a circuit board -- Mrs. McKeltch responds to slight movements from the Supreme Intelligence.

She raises one arm -- then another.

Looks left -- looks right.

A copper colored NEEDLE spirals in and out of the X-shaped wound on Mrs. McKeltch's neck, in response to her every move.

She opens her mouth.

MRS. MCKELTCH

(speaks vowels)

Aa. Oh. Ee. Oo.

Suddenly a pause, a silence -- an interruption in the Supreme Intelligence's programming of Mrs. McKeltch -- the Intelligence's eye sensing something -- moving about rapidly, as if searching --

David ducks down. Freezing.

He looks down the ramp to the ship's exit.

The two drones turn around. The lumber towards him.

David runs!

The Supreme Intelligence crackles.

Mrs. McKeltch watches as the two drones leap into the chase.

84 INT. SPIRAL RAMPS - DAY

84

David bolts down the ramp.

A DRONE! Snarling, its huge jaws opening, emerges from a corridor.

David races right by it towards the exit.

85 INT. TUNNEL - DAY

85

David flies through the archway -- free of the ship.

He can see the distant daylight at the end of the tunnel.

Two drones lunge at him, from out of the shadows.

David dives for the ground!

He rolls under the tall drones. His M&M's scatter on the tunnel floor.

The drones collide.

86 EXT. WOODS - DAY

86

David bursts out of the tunnel opening.
He looks over his shoulder -- no one is following.
He disappears into the woods.

86A INT. TUNNEL - DAY

86A

The two drones grunt regaining their stance.
They examine the colorful M&M's on the tunnel floor.
They sniff at them.

STRANGE...

One of the drones greedily stuffs a handful of candy into
its huge mouth.

The other drone observes.

A beat.

Suddenly, a strange retching sound.

M&M's spew out of the drone's mouth.

It grunts, spits and shakes its head.

The other drone wheezes and stomps its feet.

87 EXT. COUNTRYSIDE - DAY

87

David runs towards Linda's house.

88 EXT. LINDA'S HOUSE - DAY

88

David running up to the house, exhausted and wild-eyed --
Stops in his tracks. There's a POLICE CAR in front of the
house. And no car in the driveway.
SOMEBODY GRABS HIM. He tries to scream. A hand clamps his
mouth --

It's Linda. Shaky and out of breath.

LINDA

Quiet! David...

DAVID

(muffled)

I found 'em! I found 'em!

Linda drags David towards her car, trying to keep him quiet.

LINDA

David, calm down... we're in
trouble.

DAVID

(frantic)

I saw them! They were bigger than
anything I've ever...

LINDA
(exasperated)
My God, they probably think I've
kidnapped you!

DAVID
No! They tried to catch me! They
chased me through their tunnels!
They almost killed me!!

LINDA
What? Who?

DAVID
They're things! They're huge,
ugly, slimy... Giant Mr. Potato
heads!

LINDA
Hold it! Just slow down, I don't
understand anything.

DAVID
You have to! I gotta show you!

David runs towards Linda's car -- he gets in.

DAVID
C'mon...

LINDA
(calling after him)
Please, David... you're not a
crazy child, are you?
(to herself)
You probably wouldn't tell me if
you were!

David starts Linda's car.

LINDA
(running to the car)
David!

89 EXT. WOODS - DAY

89

Linda parks her car out of sight -- off the road at a spot
David shows her. They get out and start toward the top of
the ridge. David leading the way, cautiously. David sees
the two large trees, the rock outcropping.

DAVID
This is the spot.

Linda looks around for something -- anything. There's

nothing. No tunnel opening. No sign of anything wrong.
David looks too. Disturbed.

DAVID

(cont'd)

This is where it was -- the tunnel
opening.

LINDA

(gently but firmly)

I don't see anything.

DAVID

No, but it was here. I'm
positive!

He goes over, as she watches, and feels the side of the
hill. Solid and undisturbed. Grass growing out of where
the tunnel opening has to be.

DAVID

(cont'd)

It's gone.

Linda looks at him skeptically.

DAVID

(cont'd)

I swear it was here.

LINDA

But it's not, David.

He brushes the ground with his foot, clearing away dirt,
looking for an entrance of some kind.

DAVID

They moved it! They can move
tunnels!

Linda plops down on the ground.

LINDA

Oh, David... This is just too
crazy.

DAVID

But you saw the band aids on their
necks.

LINDA

Yes, but they're just band aids...

DAVID

Okay. Then we have to go to the
hill!

David starts running for the hill.

LINDA

We do?

90 EXT. HILL - DAY

90

David and Linda are climbing toward the crest -- along a different path than the one leading from David's back yard. Linda is having trouble keeping up with him.

LINDA

David! Wait...

91 EXT. CREST OF HILL - DAY

91

David's heart is in his mouth.
Down below, they can see his house.
Looking the other way -- THE PIT.

92 EXT. SAND PIT - DAVID AND LINDA'S POV - DAY

92

It lies before them -- undisturbed.
The sand smooth and white.

93 EXT. CREST OF HILL - DAY

93

LINDA

(out of breath)

Does it look to you like anything
landed here?

David looks around in desperation -- nothing.
Two figures against the sky. A wind blowing. Big fleecy
clouds moving slowly. Linda takes David's hand.

LINDA

(kindly)

David -- we're already in trouble,
both of us, because of me helping
you run away. Now, I can make up
a story that will smooth things
over. Your house is right down
there. Why don't you let me take
you home, and tell your parents
something that will make them not
be mad at us?

He looks up at her.

94 EXT. DAVID'S HOUSE (FROM HILL) - DAY

94

David looks down at his house.
At that moment, a WHITE SPACE AGENCY JEEP pulls up in front of David's house.
He gasps and jerks Linda down.
He and Linda peek through the bushes.

As they watch, TWO SPACE AGENCY TECHNICIANS (HOLLIS AND JOHNSON) go and knock at the front door of the house.
The door is opened by Dad.
He talks with them awhile -- then POINTS up the hill -- seemingly directed at David and Linda, which makes them duck back down.

95 EXT. HILL - DAY

95

Hollis and Johnson start up the hill.
They have some sort of detector with them that David can see. They sweep the ground as they walk.
Closer now to the crest of the hill.

As David and Linda watch, the two TECHNICIANS reach the crest of the hill -- and go down to the sand PIT. 50 yards across.

96 EXT. SAND PIT AREA - DAY

96

Their instrument-counters perhaps registering something.
They fan out -- walking out onto the sand.
Their backs to each other.

David -- watching -- is almost afraid to breathe.

Suddenly -- as David and Linda look on --
the GROUND OPENS UP beneath one of the men.
A VORTEX OF SAND under his feet --
PULLING him -- swiftly and wordlessly -- DOWN.
GONE under the sand.

The OTHER MAN -- hears the gasp.

Turns swiftly --

SEES the whirlpool TRAVEL through the sand toward him --
with the ease of a whirlwind moving through air -- he turns
and tries to escape -- it catches him and SUCKS him down.
The sand SMOOTHS OVER as though it had never been disturbed.

97 EXT. HILL - DAY

97

Linda and David look at each other.

98 EXT. WOODS - DAY

98

David and Linda -- RUN for the car.

99 EXT. ROAD (WOODS) - DAY

99

Linda and David drive out of the woods, about to turn back onto the country road.

Linda suddenly slams on the brakes.

Out of nowhere -- the SCHOOL BUS!

David looks on shocked.

Mrs. McKelch at the helm. She drives by not seeing them.

David's class! Rows of lifeless -- possessed -- children.

Doug! He stares glassy-eyed at David as the bus passes in front of them.

David goes berserk!

DAVID

Doug! Doug! No!

Linda holds him back. She breathes heavily.

LINDA

Oh, my god!

The bus disappears down the road in a cloud of dust.

DAVID

What are we going to do now?

100 OMIT

100

101 EXT. TACO BELL PARKING LOT (TOWN) - AFTERNOON

101

Linda pulls into the parking lot -- finds a place.

LINDA

Stay here. I'm going to make a phone call.

DAVID

Who are you calling?

LINDA

The State Police.

Linda gets out and walks toward a Public Telephone by the side of the fast food stand.

David slinks down onto the front seat, out of sight.

Behind him, the empty yellow school bus slowly pulls into the parking lot.

102 INT. PUBLIC TELEPHONE - AFTERNOON

102

Linda drops in 20¢ and dials 411.

LINDA
(into phone)
The State Police...
(she waits)
Yes, thank you.

She jots the number down on the back of her hand.

103 EXT. MARKET PARKING LOT - AFTERNOON

103

David's looking up -- through the open window at Mrs. McKeltch.

MRS. MCKELTCH
(staring at him -- hard)
You missed the field trip; David
Gardner!

Panicked, David slides across the front seat -- and jumps out of the car from the driver's side.

Runs away.

Mrs. McKeltch trying to follow him.

MRS. MCKELTCH
(cont'd)

Wait!

104 EXT. ALLEY (NEAR MAIN STREET) - AFTERNOON

104

David runs into an alley -- off Main Street.
David's a fugitive in the small town.
He darts out of the alley -- onto Main Street

105 EXT. MAIN STREET - AFTERNOON

105

David slinks along the sidewalk like a criminal.
Looking for a place to duck into.
Nothing's open in this part of the block.
Suddenly, up ahead, he sees a COP.
Walking in his direction.

David freezes -- looks back.

MRS. MCKELTCH coming up on him from behind.

Suddenly, a car pulls up next to him -- a white Ford. The passenger door pops open.

LINDA
Get in the car.

David gets in and she pulls away.

106 INT. CAR (MAIN STREET) - AFTERNOON

106

Linda, thinking as she drives.

DAVID

Did you call the State Police?

LINDA

All their lines were busy.

Linda looks bothered by that.

LINDA

There's one place we can hide,
while we call the FBI.

She turns off onto a side road.

107 EXT. ENTRANCE - SCHOOL BUILDING - SUNSET

107

Linda unlocks the door and they go in.

107A INT. HALLWAY (SCHOOL) - NIGHT

107A

Linda and David creep down the hallway.

108 INT. NURSE'S OFFICE - SUNSET

108

Linda unlocks the office. Deliberately avoids turning on
lights. David follows her in. Hard to see in the dark
office.

She goes for the phone.

Looks at the back of her hand and dials. Linda puts the
phone to her ear hopefully.

VOICE ON PHONE (V.O.)

"All circuits are busy at this
time. Please try your call
again."

LINDA

Damn... the circuits are still
busy!

DAVID

(remembering)

Heather's dad... he must be
messing with the lines!

Car HEADLIGHTS sweep the parking lot.

The CRUNCH of gravel outside.

Linda looks out the window.

109 EXT. PARKING LOT (LINDA'S P.O.V.) - NIGHT

109

A cop car has parked in the school lot.
Two OFFICERS coming toward the building.
The Chief and Kenney!
They switch on their flashlights.

110 INT. NURSE'S OFFICE - NIGHT

110

LINDA
(grabs David's hand)
This way.

111 INT. HALLS BY FURNACE DOOR - NIGHT

111

Linda and David running down the darkened halls. David sees
a door leading to the basement.

Linda pulls open the heavy fire door.

111A INT. SCHOOL HALLWAY - ELSEWHERE

111A

The Chief and Officer Kenney making their way down the hall,
flashlights searching every which way.

111B INT. FURNACE ROOM (SCHOOL) - NIGHT

111B

David and Linda hurrying down the metal stairs -- into the
bowels of the school.

A ruddy glow coming from behind the furnace doors.

A slight RUMBLING from the boilers.

Linda's foot touches something that makes a CLANKING
sound -- a length of COPPER PIPE that's been left on the
stairs --

They freeze, Linda holding on tight to David.

The pipe teeters on the edge of the stair -- Linda reaches
for it -- the pipe FALLS -- CLATTERING loudly down the
stairs.

LINDA
Oh, shit!

They race down the stairs.

111C INT. SCHOOL HALLWAY - NIGHT

111C

The Chief and Officer Kenney race down the hall towards the
furnace room, flashlights bobbing.

111D INT. FURNACE ROOM - SAME TIME

111D

Linda and David huddling between a boiler and the wall.
They HEAR FOOTSTEPS from the floor above.

LINDA

(a frantic whisper)

I don't know... I don't know what
I'm doing here!

DAVID

But you saw...

LINDA

I'm not sure what I saw anymore!
I'm sorry, David... I'm sorry...

DAVID

It's okay to be afraid.

LINDA

I'm not afraid... I'm petrified!

They look at each other a moment.

DAVID

Me too...

They hug.

They hear a door open up above. Footsteps.

The cops are patrolling on the catwalks. Their high-beam
flashlights scanning the furnace room.

Their beams crossing inches from David and Linda.

Linda's face tight with fear.

Just now they HEAR something -- a strange unnatural
RUMBLE -- deep beneath the furnace-room floor...

The Chief turns to Kenney.

CHIEF

You hear something?

The rumbling grows -- a massive vibration.

The boilers rattling, the pipes shaking.

The cops run down the stairs, flashlights in every
direction.

They draw nearer.

David and Linda shrink back against the wall.

Discovered!

The flashlight beams cross their faces and lock in.

The cops approach slowly.

CHIEF

It's okay... we're the police.

David and Linda are blinded by the flashlights.

The rumbling intensifies.
 Behind the cops -- hairline cracks appear in the furnace
 room floor. Thin shafts of light streaming up from below.
 The cops get closer.
 Kenney draws his gun.

OFFICER KENNEY

We're here to help.

Linda and David look in horror.
 The floor suddenly ERUPTS with a large CRACKING noise.
 The cops turn too late. They are brutally flung through the
 air, falling hard.
 A GLEAMING COPPER-COLORED ROOTER spirals up through the
 floor and rears its domed head. Alien technology no human
 has ever seen -- three eyes burning, propeller blades
 protruding from its threaded neck -- swiveling and writhing
 like a monstrous plumber's snake.
 Linda gasps. David grabs her arm.
 They leap over a torn-up section of the floor.
 The metal pod follows them to the stairs. Ripping through
 the concrete floor like butter.
 David and Linda turn as they reach the stairs.
 The pod suddenly stops spinning. It screeches to a halt.
 A split second of silence.
 It starts again -- but in the opposite direction!
 The pod disappears into the ground.
 A gaping hole -- going down 10 feet -- the entrance to an
 underground tunnel.
 Shaking like a leaf, Linda grabs David's hand and drags him
 up the stairs.

112 INT./EXT. CAR (ROAD) - NIGHT

112

DAVID

They must be tunneling under the
 whole town!

LINDA

What are we going to do?

DAVID

(adamant)

We have to stop 'em!

LINDA

How? They're everywhere! Let's
 just get the hell out of this crazy
 place!

DAVID

We can't just leave... we've gotta
 get my Mom and Dad.

LINDA
 (thinking straight)
 We're not going back there alone!
 We need help...

She turns the car onto another road and floors it.
 Driving like a madwoman.

113 EXT. MARINE BASE - NIGHT

113

A large, forbidding military installation.
 Set back off the road with chainlink fences around it.
 Sign in front, illuminated by spotlights, reads:

U.S. MARINE CORPS BASE
 CAMP LEWIS B. PULLER
 CALIFORNIA

114 EXT. GUARD STATION - MARINE BASE - NIGHT

114

In front is a GUARD STATION with two SENTRIES. An
 occasional jet test FIRING is heard in the background.

The car -- a small Mustang convertible -- comes CAREENING up
 to the sentry box, doing a good 65 mph.
 The M.P.s snap to, made nervous by the car's approach. They
 flag it down.

In the car are a CRAZED WOMAN and a FRIGHTENED BOY.

M.P.
 (in through open car window)
 What's going on here, Ma'am?

DAVID
 We have to see General Wilson!

LINDA
 (frantic)
 It's extremely urgent!

M.P.
 Do you have clearance?

DAVID
 My Dad, George Gardner, works
 here! But... he's not my Dad...

LINDA
 I'm the nurse from Menzies
 Elementary School. There's a
 serious health problem in town.
 You must call him!

M.P.
I'm sorry, Ma'am...

DAVID
(pleading)
A spaceship landed behind my house! They got my Mom and Dad, the Willow Creek police... the whole town! We tried to call the F.B.I.!

LINDA
(cutting him off)
Listen... I know this sounds crazy. It sounded crazy to me too...

The M.P. studies them. A slight hint of a smile at the corner of his mouth.

LINDA (CONT'D)
But there are creatures here from another planet... taking over the whole area!

115 INT. GENERAL'S OFFICE - NIGHT

115

A bank of VIDEO MONITORS displays various angles of a ROCKET on a launching pad. A countdown in progress. General Wilson, a handsome sturdy looking man of middle age, gazes at the monitors with his aide, SERGEANT RINALDI. The phone rings. Sgt. Rinaldi picks it up.

SGT. RINALDI
Base Commander's office. Yes... who?

(holding out the phone)
Provost Marshall's Office, Sir.

GEN. WILSON
(taking the phone)
Yes... Hmm... What? Sounds like another crazy... What? George Gardner's son... It might affect security. Send them up. No, not in their own car. Have them driven.

He puts down the phone and looks at Rinaldi.

GEN. WILSON
This better be good.

116 EXT. MARINE BASE - NIGHT

116

The lights are on all over. Jeeps coming and going.

David and Linda are with two M.P.s, being driven across the Marine Base.

117 INT. JEEP - NIGHT

117

David and Linda looking around as they drive. Suddenly David SEES something, tugs Linda's arm....

118. EXT. MARINE BASE - USSA COMPOUND - DAVID'S POV - NIGHT 118

Inside a compound enclosed by barbed wire, steam fuming all around, the Space Agency technicians HOLLIS AND JOHNSON carry a crate to a liquid oxygen fuel truck.

DAVID (O.S.)

(whispering)

Look! It's the two guys who went under the sand!

Two other TECHNICIANS loading spindles of copper wire into a USSA pickup.

119 INT. JEEP - NIGHT

119

Linda and David driving past, looking at the compound.

LINDA

(whispering)

I don't like this.

119A EXT. USSA COMPOUND - NIGHT

119A

The jeep containing David and Linda drives past the fenced compound and out of FRAME.

A STATION WAGON drives up to the compound's CHECKPOINT and is admitted.

119B EXT. USSA COMPOUND - NIGHT

119B

The station wagon stopping. The driver getting out. It's George Gardner, dressed in USSA coveralls. He carries a METAL CASE. He approaches Hollis and Johnson. Gives them the metal case. They look at one another.

GEORGE

It's wired.

We can see into the sedan. Ellen Gardner sitting there, also in white coveralls. Her face frozen.

120 INT. GEN. WILSON'S OFFICE - NIGHT

120

David and Linda sit in front of Gen. Wilson. Rinaldi hovers over them. The video monitors behind him have all been turned off. David studies the General.

GEN. WILSON

Okay, David, what's this about? I don't have much time. Does this have anything to do with your old man?

Linda looks at David.

DAVID

(looks at Linda; then at the General)

Yes, sort of... But, first I have to look at the back of your neck.

The General looks baffled. Exchanges glances with Sgt. Rinaldi.

LINDA

Please, General, he's serious.

Rinaldi watches suspiciously as the General turns and lets David look at the back of his neck. The boy studies his neck closely, pulling down his collar.

DAVID

All right. I had to be sure.

DISSOLVE TO:

121 INT. GEN. WILSON'S OFFICE - LATER

121

The clock on the wall. 11:20 p.m. Gen. Wilson is sitting back in his chair. David and Linda watch him intently. Waiting for a response.

GEN. WILSON

That's one hell of a story. And honestly, I've heard quite a few in the Marine Corps.

LINDA

I know it must sound utterly ridiculous, General. But I assure you it's true.

GEN. WILSON

I don't know... People getting sucked under the sand... and aliens running loose underneath the town. It's all just a little hard to swallow.

SGT. RINALDI

(putting down the phone)

Sir, NASA confirms a visual sighting during the meteor shower two nights ago. But radar reported no strike.

DAVID

(butting in)

What if their ship absorbed energy... It wouldn't show up on your radar! Because no energy would bounce back!

GEN. WILSON

Hmm...

SGT. RINALDI

Sir, search teams were sent out to look for a sign of impact or landing. The two men who checked out the Copper Hill area gave a clean report.

DAVID

That's because they were sucked under the sand... They're part of it! General, whatever is supposed to happen, is going to happen at midnight!

Wilson looks at Rinaldi -- then back at David and Linda.

GEN. WILSON

Ma'am, could you and the boy leave us for a moment?

(to Rinaldi)

Have somebody take them next door. Sergeant, notify NASA that I'm just doing a routine security check on their men. I don't want to make an issue out of this.

SGT. RINALDI

Yes, sir.

Hollis and Johnson, the men we saw at the pit, are waiting

to go in.

GEN. WILSON'S VOICE

(after a beat)

-- Send them in.

The General's AIDE (CURTIS) nods for them to go in. Hollis and Johnson -- very grim -- go in.

123 INT. GEN. WILSON'S OFFICE - NIGHT

123

The door swings open.

Hollis and Johnson step inside.

The General at his desk -- seemingly alone in the room.

GEN. WILSON

Gentlemen, I have a few ques --

The two men instantly pull guns --

Rinaldi immediately jumps them from behind the door -- knocking the guns away. Rinaldi gets the drop on them. Two M.P.s rush into the office -- guns drawn on Hollis and Johnson.

Curtis dashes in.

RINALDI

You're under arrest.

Hollis and Johnson are dragged to their feet by M.P.s.

GEN. WILSON

Now you two are going to tell me what the hell this is all about.

The M.P.s get out handcuffs.

It looks like Johnson is about to say something when suddenly he and Hollis freeze simultaneously. A second later they each GRAB the back of their necks -- and CRASH to the floor in a terrible SPASM -- As the others watch, horrified -- suddenly the spasms stop. Rinaldi kneels over. Feels the pulse in their necks.

RINALDI

(looking at the General)

They're dead.

GEN. WILSON

Christ...

The General leans over for a look. Touches the BLACK X on the back of Johnson's neck --

Suddenly a LONG COPPER CRYSTAL PIN begins to OOOZE out of Johnson's neck -- and Hollis's too --

GEN. WILSON
(taken aback)
Shit! What the hell...

The pins ROTATING -- their sides engraved with tiny hieroglyphics --
Falling out of the men's necks and rolling on the floor --
tiny CRYSTALS at their tips beginning to glow and then
SIZZLE --
One of the pins rolls toward the General.
He hops out of the way.

GEN. WILSON
(cont'd)
Watch it... Don't touch those things!

The other pin rolls to the center of the room.

RINALDI
Keep back...

The General watches the pins, fascinated.
They EXPLODE!
Rinaldi stares at the General.

GEN. WILSON
Seal the Base perimeter! Alert security! And get those NASA boys down here immediately! I want the kid and the nurse brought back here now!

Curtis and the M.P.s hop to.

SGT. RINALDI
(diving for the phone)
Yes, sir!

GEN. WILSON
And lock up the launch area!

123A EXT. LAUNCH AREA - NIGHT

123A

LONG SHOT -- The rocket sits in the distance bathed in spotlights.

124 OMIT

124

125 OMIT

125

126 INT. COLONEL'S OFFICE - NIGHT

126

The bank of video monitors is alive -- various angles of the

rocket, data readouts --

David stares at them fascinated.

Linda is by his side observing a conversation on the other side of the room...

YOUNG NASA SCIENTIST

No! Any further delays and we'll miss the launch window.

OLD NASA SCIENTIST

(examining a burnt out
Martian needle)

Mars won't wait for us, General.

GEN. WILSON

I understand, gentlemen. We will go tonight. But we have to be able to guarantee security first.

The General takes the needle from the Old Scientist.

GEN. WILSON

(cont'd)

We still don't know what the hell we're dealing with here.

YOUNG NASA SCIENTIST

What do you suggest...

GEN. WILSON

I want to put a temp freeze on countdown, until we're all clear. Then it's your show.

OLD NASA SCIENTIST

You got yourself a deal.

DAVID

(interrupting)

What's it going to Mars for?

They all turn to him, then look at each other.

DAVID (CONT'D)

Is it a manned mission?

The General approaches David, followed by the scientists.

GEN. WILSON

It's not manned, Jim. But it is a soft landing.

DAVID

But, why?

OLD NASA SCIENTIST

We're looking for life.

David stares at the scientist wide-eyed.

GEN. WILSON

Doctor, this is the Gardner boy. David, this is Dr. Stout, senior scientist on the Millenium Project.

OLD NASA SCIENTIST

(shaking David's hand)

How do you do, David.

DAVID

Doctor... I didn't think the Viking missions found any sign of life... except, there was this one photo I saw in a magazine. It showed these things on the surface like... pyramids.

LINDA

I saw that too...

DAVID

Yeah, and what about that gigantic thing that looked like a monkey's head... it was in all the papers. It was a fake, right?

The General nods at the Old Scientist.

OLD NASA SCIENTIST

On the contrary. There were other photos... too sensational to be made public.

DAVID

But, there's not enough water to support life.

OLD NASA SCIENTIST

On the surface... That's why we're looking below ground this time. Recent data from Viking suggests the possibility of subterranean life.

Linda looks puzzled.
The room is quiet.

GEN. WILSON

And if there is... it might not want to be found.

LINDA

(realizes)

The tunnels...

General Wilson and Rinaldi look at each other.

GEN. WILSON

They might not want us up there...

ALARMS suddenly go off and just as suddenly die -- the lights go out. The TV monitors too.

GEN. WILSON

Jesus! Go to auxiliary base power!

Rinaldi lights a match. Curtis comes crashing into the dark room.

CURTIS

General! The outside phone lines are down!

127-133 OMITTED

127-133

134 EXT. BASE - USSA COMPOUND - FUELING AREA - NIGHT

134

A WALL OF STEAM -- the LIQUID OXYGEN TRUCK comes barreling out at full speed --
Two SPACE AGENCY PERSONNEL at the helm -- we can't see the driver's face -- the other man is expressionless --

The truck continuing to accelerate --
Strapped to the vehicle's side are plastic containers, flapping from side to side --
Plastic explosives!

134A EXT. BASE - LAUNCH AREA - NIGHT

134A

The TRUCK crashing through a security post.

SECURITY GUARD

Halt!

Speeding straight for the rocket.

134B INT. GENERAL WILSON'S OFFICE - SAME TIME

134B

The lights go back on. The video monitors too. A RADIO console starts crackling.

COMMUNICATIONS OFFICER

We're back on line, sir.

134C EXT. LAUNCH SITE - NIGHT

134C

The fuel truck heading for the rocket -- about to make impact -- the two men in the truck -- their faces blank --

134D INT. GENERAL WILSON'S OFFICE

134D

Curtis points to the monitors --

CURTIS

Look!

The FUEL TRUCK smashing into the base of the ROCKET --
A BLINDING FLASH -- on the video and in the distance out the window --

OLD NASA SCIENTIST

(in disbelief)

The rocket! My God!

A second later the General's office windows SHATTER from the force of the explosion --

Rinaldi rushing to the window -- The sky is afire --

SOUNDS of secondary EXPLOSIONS still going off --

Bedlam as MEN rush into the General's office --

YOUNG NASA SCIENTIST

It looks like a total wipeout.

COMMUNICATIONS OFFICER

(getting reports
on headgear)

Telemetry and tracking reports
radar temporarily out.

GEN. WILSON

(more frustrated)

Christ!

The Launch engineers are getting damage reports.

YOUNG NASA SCIENTIST

(to Wilson)

I'm going down to the launch site
and check firsthand.

The Young Scientist hurries out of the office, followed by a couple of NASA technicians.

Wilson looks at Rinaldi.

MARINE ENGINEER #1

Sir, base security just arrested
two technicians trying to steal
equipment in the middle of the
blackout.

GEN. WILSON
Steal? What?

MARINE ENGINEER #1
Copper wire, sir. A lot of it was
loaded onto a base truck.

GEN. WILSON
(baffled; bothered; shakes
his head)
Copper wire?

COMMUNICATIONS OFFICER
Sir, operations reports base radar
back in service.

GEN. WILSON
Anything coming in?

OFFICER
Negative, sir.

Rinaldi eyes the General.

RINALDI
They're already here.

No one says anything.
Linda puts her arm around David.

GEN. WILSON
Jim -- can you take us to that
place -- the sand pit?

David nods yes.

DAVID
Yeah, Copper Hill. It's right
behind my house.

GEN. WILSON
(to Transport Officer)
Is Alert Force standing by?

TRANSPORT OFFICER
Ready to roll when you are, sir.

GEN. WILSON
Curtis, take a platoon and head
for the school.

CURTIS
Yes, sir.

GEN. WILSON

(to David)

Don't worry, David, we're not out of options yet. We've got a lot of Marines here.

135 EXT. GUARD STATION (MARINE BASE) - NIGHT

135

Jeeps, TRUCKS, Air Force MEN and TROOPS piling in.

Weapons being cleared... armed. The trucks start to roll towards the gate, passing fire engines and emergency crew heading to the site of the explosion.

The convoy pulls through the gates, separating into two units. A secondary explosion sends flames and smoke rocketing skyward.

136 EXT. JEEP ON ROAD - NIGHT

136

The General, David, Linda -- and Rinaldi driving. Out in front -- two armored JEEPS with heavy, mounted MACHINE GUNS and troops crammed in. Behind them -- truck upon truck... rolling.

Constant radio communication is maintained between the two units.

Gen. Wilson passes side pouches, containing gas masks, to Linda and David.

GEN. WILSON

Take these gas masks.

Excited, David snaps open his pouch.

DAVID

Wow!

He is about to put on his mask when General Wilson notices.

GEN. WILSON

Hang on, David... That's just in case.

137 EXT. ROADBLOCK - NIGHT

137

General Wilson and David see a ROADBLOCK ahead. They come screeching to a halt.

A police car has been placed lengthwise, across the narrow street.

The two COPS and the CHIEF halt them.

Wilson's Amtrak pulls forward -- all the engines running.

DAVID
That's the Chief, he's one of
them!

CHIEF
Stop! This is the police. No one
is allowed through!

GEN. WILSON
(to Rinaldi)
Pull over.

He motions a command to the Amtrak behind them as Rinaldi
swings over and makes way, the lead armed jeeps following
suit --

GEN. WILSON
(cont'd; to Chief)
This is the Marines. We're on
official Government business.

The Chief suddenly FIRES HIS SHOTGUN at them.
It SCATTERS on the armor plating of the half-truck.

Gen. Wilson's men don their gas masks and OPEN FIRE -- with
TEAR GAS CANNISTERS -- which EXPLODE, filling the road with
billowing white SMOKE. The Chief and his men stagger
around.

An Amtrak pulls to the head of the convoy. The operator
behind its 25mm cannon motions to Wilson. Wilson nods. The
police car erupts in a ball of fire and rolls to the side of
the road.

Wilson and his men -- race ahead.

138 EXT. SCHOOL PARKING LOT - NIGHT

138

Two helicopters descend in front of the school.

Curtis' jeep and two truckloads of troops roar to a stop in
the lot.
Gravel and dust flying in the moonlight.

They charge up the steps to the locked school doors.
The lead man tries the doors -- steps back and blasts the
lock with his automatic weapon.

The troops thunder up the steps and into the building.
Curtis in the lead. Pistol drawn.

139 EXT. DAVID'S HOUSE - NIGHT

139

Coming up on David's house -- and the ridge behind it.

DAVID
(pointing)
That's my house, up there.

The General's jeep pulls up onto the property in front of David's house.
The two armed jeeps take up position on either side of the house.
Trucks pull up. Some still rolling as troops hop out -- fanning across the property.
Rinaldi heading them.
Two helicopters circle overhead.
A squad of Marines charge into David's house.

139A INT. DAVID'S BEDROOM/HALL - NIGHT

139A

Long and ominous SHADOWS of Marines searching the house with powerful flashlights.
A young MARINE looking around nervously. Opens a closet a crack -- is startled, about to shoot -- a second MARINE rushes over -- opens the closet door -- to find David's plastic spaceman HELMET...

140 OMIT

140

141 INT. HALLWAY - SCHOOL - NIGHT

141

Marine TROOPS running -- thundering -- through the halls. Carrying weapons and high-powered flashlights.

142 INT. ENTRANCE TO FURNACE ROOM - SCHOOL - NIGHT

142

Curtis steps back as two of his MEN tear open the furnace room door --
Nothing there. They press ahead, clicking their automatic weapons to the "FIRE" position --

143 INT. FURNACE ROOM - SCHOOL - NIGHT

143

COMBAT BOOTS on METAL STAIRS. MOVE WITH the troops, their flashlights casting an eerie pattern --
The old boiler rumbling, raising steam.
A strange reddish GLOW from the HOLE in the concrete floor.
The troops surround the opening, weapons trained on it --
Curtis is the first into the hole. Two MEN following. .
They stare into the mouth of the TUNNEL. Scanning with their flashlights. Marveling at the rippled tunnel walls.

CURTIS
(shouts up)
Okay, men, let's go!

Curtis leads them into the tunnel.

144 EXT. SAND PIT - NIGHT

144

Beams from powerful SEARCHLIGHTS play across the pit.
No sign of life on the sand.
Marines setting up a safety perimeter around the edge of the pit.

144A EXT. SAND PIT (AMTRAK) - NIGHT

144A

Nearby an Amtrak functions as a command post. General Wilson stands by, constantly being updated and consulted by MARINES and SPACE AGENCY PEOPLE.

SQUAD LEADER
The house is all clean, sir.

David trying to get his attention.

DAVID
General Wilson --

GEN. WILSON
(distracted)
Yes, David.

DAVID
I have an idea -- if we can just talk to --

Interrupted by a LIEUTENANT.

LIEUTENANT
Sir, about those winches --

GEN. WILSON
Let's have a look.

He strides off with the Lieutenant, David tagging along. Looking around as he sees his home territory overrun with soldiers and machinery --

Linda feeling lost in the shuffle, trying to keep an eye on David.

LINDA
David, will you please stay in one place --

144B EXT. SAND PIT - NIGHT

144B

The General watching the Lieutenant wave into position four JEEPS with winches and heavy cables.

Rinaldi moving along the perimeter shouting instructions to the Marine "fire teams" digging in. One team is setting up dangerously close to the sand. A YOUNG RIFLEMAN is cutting brush, clearing a field of fire -- his feet sinking slightly into the sand as he works --

Rinaldi spots this stray team. Runs towards them.

RINALDI

Hey, get in from there!

144C EXT. SAND PIT - AMTRAK - NIGHT

144C

The General and David and other Marines nearby watching Rinaldi as he herds the men back -- in so doing Rinaldi stepping onto the sand himself --

144D EXT. SAND PIT - NIGHT

144D

SUDDENLY -- a surprised and horrible look on Rinaldi's face as the sand swirls in a VORTEX beneath him -- Rinaldi dropping instantly from sight without firing a shot or making a sound.

144E EXT. SAND PIT - AMTRAK - NIGHT

144E

GEN. WILSON

Rinaldi! Holy Christ!

The sand is now smooth as before.

David watching the whole thing. Stands staring at the sand as Marines rush to the edge of the pit. A few step gingerly onto the sand, looking for some sign of Rinaldi --

GEN. WILSON

Get back from there!

(turning)

Get those damn winches ready!

145 OMIT

145.

146 OMIT

146

147 INT. TUNNEL - NIGHT

147

Curtis and his men -- forging ahead as fast as they can.

Their flashlight beams dancing on the bubbled tunnel surface.

A blinding flash of light - down the far end of the tunnel - it's gone.

CURTIS

Hit the floor!

The troops drop to the ground, weapons ready -- a tense moment -- listening -- breathing hard -- FOOTSTEPS! Strange, alien -- from the end of the tunnel -- growing louder. Shadows appear -- monstrous projections bobbing on the tunnel walls.

CURTIS

(whispering)

Let's see what we've got here...

Two drones suddenly appear from around a bend in the tunnel. They grunt to each other, unaware of Curtis and his men. They hobble towards the troops, one drone holding a strange coconut shaped device.

Weapons are cocked -- waiting for the order to fire.

YOUNG SCIENTIST

(jumping up)

Hold your fire!

The drones freeze.

CURTIS

Get down, damn it!

The young scientist leaps forward -- he slips through the grip of a marine, trying to hold him back.

YOUNG SCIENTIST

(pleading)

We can't just blow away an opportunity like this. Look at these things... We don't know what the hell they are.

CURTIS

Exactly...

The drones creep back -- pensive.

Curtis and his men observe.

The scientist moves in closer.

YOUNG SCIENTIST

(gesturing with his hands)

That's it boys... take it easy...

A marine on the front line nudges another.

MARINE #3

(a smirk on his face)

How does he know they're boys?

MARINE #4

Shut up!

The Scientist inches his way forward. He holds up the burnt out copper needle.
The drones freeze.

YOUNG SCIENTIST

This yours?... It is yours,
right...

One of the drones steps forward.
It surprises the young Scientist -- he holds his ground, his heart in his mouth --
A delicate, tender moment. The Scientist looks up into the eyes of the drone. It steps closer. Its three-fingered pincer reaching out for the needle.

YOUNG SCIENTIST

(continuing)

That's it... I am Doctor
Weinstein...

The drone towers over the Scientist. It gently takes the needle from his hand. The Scientist's heart pounds wildly.

YOUNG SCIENTIST

(continuing)

Yes... I'm from S.E.T.I. ... The
Search for Extra Terrestrial
Intelligence... You understand me,
don't you....

Before he has a chance to finish his sentence, the second drone blasts him with the strange device -- a laser!
The young Scientist bursts into flames -- dead. Curtis and his men open fire -- cutting down the two drones -- a flood of green blood on the tunnel floor. Curtis and his men rush up to the creatures mutilated remains. Cooper needles spiral out of what's left of their necks, and fall to the floor.

148 OMIT

148

149 EXT. HOUSE - NIGHT

149

ESTABLISHING SHOT of the house.
The helicopters circling overhead, spotlighting the ground below. Troops swarming. Equipment being set up.

150 OMIT

150

151 OMIT

151

152 OMIT

152

153 EXT. SAND PIT - AMTRAK - NIGHT

153

Linda and David standing together, a swarm of military activity all around them.

Linda watching as Marines work on the last section of the safety perimeter. David staring mutely at the sand.

LINDA

David -- are you all right?

Suddenly David runs past the Marines.

153A EXT. SAND PIT - NIGHT

153A

-- ONTO THE SAND --

LINDA

David, no!

MARINE #1

Hey kid, come back, you crazy?

LINDA

David -- !

DAVID

I have to find my Mom and Dad!

As a VORTEX of sand begins traveling toward him -- Linda and the Marines looking on with horror --

LINDA

David, come back here!!

A Marine starts after David, stumbles in the sand --
The vortex advancing --
Linda running out on the sand --

MARINE #2

No! Lady, come back --

Linda reaching David just in time, before the vortex does --
Linda pulling his arm --
As the vortex SWALLOWS them both before the eyes of the horrified Marines --
The General and several men rushing over --

MARINE #1

We tried to stop them, sir --

GEN. WILSON

All right! Let's go in! Set the charges!

OFFICER

But the boy and the woman --

GEN. WILSON

We're just going to have to risk it. There's no other way.

153B EXT. SAND PIT - NIGHT - LATER

153B

A three-man Marine DEMOLITION TEAM works rapidly in the center of the pit. Delicately setting down brick after brick of EXPLOSIVES.

Hundreds of eyes watching in silence.

The three men wear SAFETY HARNESSSES -- cables link them to winches in jeeps around the perimeter.

154 INT. TUNNEL - NIGHT

154

Monstrous silhouettes on the tunnel walls.

Martian DRONES carrying the still bodies of David and Linda INTO THE SHIP.

155 EXT. SAND PIT - NIGHT

155

The CHARGE is set -- the men heading back for the perimeter -- as a VORTEX appears -- blocking the men's way to safety -- the men scattering, their cables threatening to tangle --

The General watching with alarm --

GEN. WILSON

Start the winches!

The winches TURNING -- the demolition men scrambling -- being reeled in to safety --

The explosives are swallowed by the VORTEX --

Everyone dives for cover --

KABOOM!!

A huge column of dirt and sand goes up --

The Marines rush to the opening.

They look into it -- and see, ten feet down, a HOLLOWED-OUT SYSTEM OF CAVERNS AND TUNNELS with those strange ubbbled walls.

GEN. WILSON

Let's go.

He puts his hand out for a CABLE -- gets it -- and rappels right in.

156 INT. TUNNEL OPENING - NIGHT

156

Fully armed MARINES repelling into the tunnel. Men start setting up LADDERS for the others.

157 INT. CHAMBER ABOVE OPERATING ROOM - NIGHT

157

David comes to. Looks around.

MRS. McKELTCH standing over him.

MRS. McKELTCH

Tsk tsk tsk. You've been a very bad boy.

David gasps and sits up, scooting away from her.

DAVID

Where's Linda?

Mrs. McKeltch turns her head and looks -- through a wall that is a translucent membrane.

David jumps up and runs to the membrane. Sees Linda -- on the other side -- lying face down on a transparent glass OPERATING TABLE.

Two DRONES moving around next to her.

Linda is unconscious -- her hair is pushed up off her bare neck.

Hovering above her is a GIANT ORGANIC MACHINE set to implant a CRYSTAL NEEDLE in the back of her neck.

ON HER NECK a small laserlike SPOT OF LIGHT at the exact place the needle will be implanted --
The BASE OF HER BRAIN.

DAVID

No!!

He pounds on the membrane -- whirls around to face Mrs. McKeltch.

DAVID

How can you do this? She didn't do anything to you!

A frightening silence from Mrs. McKeltch.

DAVID
(pleadingly)
Let her go! Let her go! Take me
instead!

MRS. MCKELTCH
(with an evil smile)
You're next, David Gardner!

David impulsively kicks her hard in the shins and runs away.
She hops on one leg in pain, squawking like a chicken.

158 INT. SPIRAL RAMPS - SHIP

158

David bolting from the Command Room into the curved
corridors. His screams ECHOING.

DAVID
Linda...! Linda...!

DAVID'S P.O.V. - RAMPS

He runs and runs -- curves and angles disorienting him --
making him dizzy -- two DRONES emerging from an opening
GRABBING him -- he breaks the tackle and keeps running --

159 INT. TUNNELS - NEAR SAND PIT ENTRANCE - NIGHT

159

TROOPS still coming down the ladders into the tunnels.

159A INT. TUNNELS

159A

The General in the lead as the Marines march briskly down
the tunnel. A NASA SCIENTIST in white coveralls
breathlessly keeping in step with them. He pauses.

NASA SCIENTIST
(examining the wall)
This has been melted out, then
instantly re-sealed -- it must be
some kind of molecular oscilla --

The General grabs his shoulder.

GEN. WILSON
No time for that. Let's move.

They turn the corner.

Waiting for them is RINALDI. Looming in the tunnel's weird
GLOW. Not the Rinaldi we know. He's changed.

GEN. WILSON

Rinaldi...

From an ANGLE behind Rinaldi -- we can SEE the X-SHAPED MARK on the back of his neck.

RINALDI

(slowly; haltingly)

Stop. Go back.

General Wilson hesitates -- ready to welcome Rinaldi -- then realizing Rinaldi is -- gone. One of them. Grotesque.

Rinaldi tries to bring the weapon up and fire at them. Struggling against the orders of his brain implant. The men at General Wilson's side -- SHOOT him down.

General Wilson looks away a moment. Then presses on.

CUT TO:

160 INT. SPIRAL RAMPS (SHIP) - NIGHT

160

David -- running through the spiral ramps -- towards the ship's entrance.

161 INT. ENTRANCE (SHIP) - NIGHT

161

David bolts out the door.

He pauses -- which tunnel to take?

Suddenly from the dark mouth of one tunnel emerge two DRONES --

Advancing on him -- he starts to run --

A deafening cry thunders through the tunnels.

The drones open their mouths in pain.

Before David can escape, hideous worm-like TENDRILS shoot out from within the creatures.

They fly towards him, wrapping around his body -- he's trapped.

The tendrils retract.

David is flung through the air, unable to move. Straight to the jaws of the awaiting drones.

162 INT. COMMAND ROOM - SHIP - NIGHT

162

The SUPREME INTELLIGENCE --

Crackling with energy. Focusing its brainwaves on David as Drones deposit the boy before their master and Mrs.

McKeltch. David looks at her. Then at the creature.

Screws up his courage, swallows hard, and speaks.

DAVID

Can... Can I talk to you?

The creature twitches.

MRS. McKELTCH -- looming, menacing.

MRS. McKELTCH
State your name.

DAVID
(to Mrs. McKeltch)
You know my name.
(to creature)
Please, I want my Mom and Dad
back... and Linda too... Can't you
let them go!

The Supreme Intelligence crackles -- it studies David.

MRS. McKELTCH
It's too late!

DAVID
(to Mrs. McKeltch)
Shut up! I'm talking to him.
(to creature)
Please, you have to let them go...

MRS. McKELTCH
It's too late!

DAVID
(to Mrs. McKeltch)
Look, I'll stay after school
everyday for the rest of my life,
if you'll just shut up for a
second!
(to creature)
Please, they never did anything to
you. Why don't you just let them
go...

MRS. McKELTCH
Never! Never, David Gardner!
Never! Never!

DAVID
(exasperated)
No! No! No! No!

MRS. McKELTCH
(at the top of her voice)
One two three four five!

David is quiet.

The Supreme Intelligence is taken aback by her outburst. It crackles. The needle in the back of Mrs. McKeltch's neck spirals in and out.

Now -- as Mrs. McKeltch's lips CONTINUE to MOVE -- a NEW VOICE REVERBERATES through the chamber. Frightening David.

SUPREME INTELLIGENCE

You wish to harm us.

David looks around the room. The VOICE coming from everywhere.

A VOICE old and calm -- even kind.

DAVID

No... please... if you don't want us to go to Mars we won't. There are plenty of other places we can go explore.

SUPREME INTELLIGENCE

You wish to harm us.

DAVID

No! You... You took my Mom and Dad!

David looking back and forth from the creature to Mrs. McKeltch. The former sending transmissions as it speaks through her.

SUPREME INTELLIGENCE

What is your wish?

DAVID

Just... please don't hurt Linda, and give my Mom and Dad back... and the Chief and Heather, and... well, even... okay, Mrs. McKeltch too. They're good people, they don't want to hurt you.

SUPREME INTELLIGENCE

You are correct.

DAVID

(relieved)

I am? Oh, wow... uh, thanks.

(to Mrs. McKeltch)

Hey, Mrs. McKeltch, you're gonna be free!

She has no reaction. Her lips move robotically.

SUPREME INTELLIGENCE

Never!

DAVID

But, you just said... Well, what about Linda and my Mom and Dad?

The Supreme Intelligence nudges David with its tail.

SUPREME INTELLIGENCE

Never!

DAVID

(trying to stay on his feet)

Hey, you lied!

The Supreme Intelligence swipes David again -- he almost falls.

DAVID

Hey! Don't do that!

SUPREME INTELLIGENCE

It's too late! It's too late!

DAVID

Let them go! Let my Mom and Dad go!

SUPREME INTELLIGENCE

Never!

He races towards the Supreme Intelligence.

DAVID

I'll fix you! You... Dick head!

-- and punches the creature in the face!

The Supreme Intelligence recoils, emitting a high-pitched SHREIK -- its circuits impaired. Bolts of electricity race around the room.

The Drones staggering in mindless confusion -- reacting to the Supreme Intelligence's pain.

David seizing the opportunity to escape.

Mrs. McKeltch lurches in an attempt to stop him. The Drones lumber toward him.

David reaches into his pocket -- bags Mrs. McKeltch with his pouch of pennies. She staggers. The pouch rips open, the pennies scattering -- MELTING into the chamber's floors.

Two Drones after David -- he ducks -- they collide --

The Supreme Intelligence still out of kilter --

Mrs. McKeltch starting for David, knocking into a Drone --

The Drone grabbing her in its jaws like a shark, head and upper torso first -- and swallowing her, as her legs kick like a frog's.

As David escapes --

Out of the ship and into the tunnel.

163 INT. TUNNEL - NIGHT

163

Curtis and his men -- forging ahead..

They round a curve in the tunnel.

The TWO lead SOLDIERS are suddenly hit by a blindingly bright XENON LASER FLASH -- and VAPORIZE.

Marines dart out, firing automatic weapons --

The Drones duck for cover around a bend.

Curtis throws a grenade and ducks for cover.

It doesn't explode. Just rolls by the feet of the Drones.

They look at it a second -- then both grab for it, fighting for the prize.

One Drone is quicker than the other -- snatches the grenade and quickly swallows it as the other watches, annoyed.

KABOOM!

The first Drone explodes, splattering all over the tunnel walls -- the second Drone staggers -- into the line of fire and is greeted by a rocket -- BLAM! -- it explodes.

It's copper needle falls to the ground still intact.

CURTIS

Let's move!

163A INT. COMMAND ROOM - SHIP

163A

The Supreme Intelligence -- its faculties restored -- sending a transmission --

164 INT. OPERATING CHAMBER - SHIP - NIGHT

164

The CRYSTAL NEEDLE begins to move SLOWLY toward Linda's neck.

165 OMIT

165

166 INT. TUNNEL - NIGHT

166

David running.

DAVID

Captain Curtis! Are you there!
Please be there!

He hears the CRACKLE of automatic weapons.

167 INT. TUNNEL - WITH CURTIS - NIGHT

167

Curtis hears something. Halts his men. Silence.

DAVID'S VOICE
(distant shouts)
Captain Curtis... over here!

They hurry onward.

168 INT. TUNNEL INTERSECTION - NIGHT

168

David comes skidding to a halt as he sees --
Three Drones around a corner, At an intersection in the
system. One of them has a blaster weapon.
They don't see David.
David watches the Martians operate their weapon -- they load
a small copper rectangle into a slot -- then raise the
blaster and fire --
A continuous soft red beam of light -- directed down the
tunnel --
First in one direction -- then the other.

ON CURTIS AND HIS MEN

Jumping back as the wall in front of them starts to melt --
then bubble --

ON THE MARTIANS

Firing their weapons. Suddenly they are attacked by a
furious burst of automatic weapons fire from the other
direction -- General Wilson and his men!

The Martians turn their weapons in Wilson's direction.
Curtis and his men rush forward firing.
The Martians are cut down in a murderous crossfire.

168A INT. COMMAND ROOM - NIGHT

168A

The Supreme Intelligence reacting to the Drones' wounds --
as if it were hit itself.

168B INT. TUNNEL - NIGHT

168B

Drones being riddled by a huge amount of ammo -- fluids
spurting all over.
The General and Curtis join up. Curtis wipes his face.

CURTIS
(to General)
Whew. I wasn't trained for this.

David runs over.

DAVID
This way! C'mon, hurry!

The Marines follow David -- toward the open ship.

169 INT. SHIP ENTRANCE - NIGHT

169

General Wilson and his men thunder aboard the ship.

170 INT. COMMAND ROOM - SHIP - NIGHT

170

Where the sound of the onrushing Marines can be heard --
The Supreme Intelligence reacting -- with alarm.
Focusing and concentrating through energy.

171 INT. SPIRAL RAMPS - SHIP

171

David and the General making their way.
They hear a strange SOUND from the belly of the ship.
A low hum or rumble.
They press on.

GEN. WILSON

Set charges!

The DEMOLITION TEAM starts wiring plastic explosives to what
look to be key elements in the ship.

David runs on ahead. The General and the rest of his men
right behind him.

172 INT. SHIP - NIGHT

172

The needle -- humming with a high-pitched whine --
travelling toward the back of Linda's neck.
A peaceful look on her face. Unconscious and unaware.

David, Wilson and the troops pour into the central chamber.

The Supreme Intelligence reacts with great agitation.
Bolts of electricity stream down the walls of the ship,
fanning across the membrane.
Isolating Linda.

A web of electricity dances in front of the Supreme
Intelligence.

Two Marines take aim and are immediately impaled by bolts of
electricity from the web -- and are thrown into the bowels
of the ship.

Troops open fire. The Drones are cut to ribbons.
The Supreme Intelligence withdraws, taking several hits.
It retreats into its aperture, the eyelip-shield closing.
The electricity subsides.

Troops turn their fire to the membrane, piercing holes
through its transparent surface.

CLOSE SHOT: The needle almost touching Linda's skin.
A burst of gunfire stops its progress.

A rocket hits and the giant machine in the operating chamber is destroyed.

Demolition men wiring the Supreme Intelligence's throne as
Marines charge into the operating room -- cutting down
Drones --

Two MEN rush to the glass operating table -- gently lift
Linda from it --
As soon as they do she starts to come to.

LINDA
What's going on?

She gets up and looks around -- David rushing to her --
Arriving in her open arms -- a giant hug --
As rumbling sounds suddenly grow much louder --
HUMMMS and ELECTRICAL WHIRRS --

DAVID
It's the engines!

GEN. WILSON
Everybody out!!

173 INT. SPIRAL RAMPS -- SHIP

173

Linda and David running with the Marines -- everyone
charging like mad down the ramps -- toward the ship's open
door.

174 INT. SHIP - INSIDE THE ENTRANCE

174

Demolition men setting the last of the explosives as the
General arrives.

DEMOLITION MAN
We've placed the charges. Just
gimme a time.

GEN. WILSON
Give us five minutes to get out of
here.

The demolition men set their times for 5 MINUTES.
The digital timers start COUNTING DOWN and the men run.

David watching -- looking over his shoulder as he and Linda
and the General run out of the ship.

174A INT. COMMAND ROOM - SHIP

174A

The Supreme Intelligence emerging from its aperture -- badly wounded -- transmitting.

174B INT. TUNNEL - NEAR SHIP'S ENTRANCE

174B

Everyone running away from the ship --
As suddenly comes flying toward them -- the three-eyed roter -- the thing from the furnace room, separated now from its snake-neck --
As they watch with alarm -- it flies over their heads -- shoots toward the ship and plugs the ship's entrance like a cork.

GEN. WILSON

Move it!!

They race down the tunnel --

174C INT. SHIP

174C

The timers counting down. Less than 4 MINUTES.

175 INT. TUNNELS

175

They reach the spot where they came in from above. They see the cables they came down on.
They look up, expecting to see the opening.
The cables are sealed into the ceiling. A melted ladder frozen in the bubbled roof of the tunnel --

GEN. WILSON

Bastards! They've sealed off the entrance!

He surveys the scene -- desperately.

GEN. WILSON

Start digging!

The men start grabbing rocks, boulders, dirt -- shoveling, clawing at the collapsed part of the tunnel and ceiling.

DEMOLITION MAN

Two minutes twenty seconds!

They dig like mad --
It's impossible -- the dirt slides back. Panic is beginning to set in --

David sees an abandoned Martian weapon -- one of the blasters. He calls to Curtis.

DAVID

Captain!

Curtis picks up the blaster. Totally unfamiliar with its operation. There's a place where you stick your hand in -- but he can't do it, his hand's too big --

DAVID

Let me try!

The General nods okay. David sticks his hand in. The thing is heavy.

DAVID

I found the trigger! You aim it -- I'll fire.

Everyone stands back as Curtis points the blaster up at the wall. David squeezes hard -- Nothing happens.

David opens the slot on the blaster. Inside is the rectangle of copper -- all scorched and blackened except the tip.

DAVID

They put copper in it -- I saw them!

CURTIS

Maybe a penny would work --

DAVID

Shoot! -- I used to have a whole bag!

GEN. WILSON

Who has a penny?

Men feverishly going through their pockets --

MARINE #5

Don't carry loose change into combat, sir.

DEMOLITION MAN

One minute fifteen --

DAVID

(to himself)

Here...

He reaches into his shirt pocket. A '58 mint PENNY in a little plastic case...

He JAMS it into the slot.

Curtis AIMS the blaster at the wall.

David SQUEEZES the activator --

It FIRES -- a continuous copper-colored BEAM that turns the wall red, then smoking white --
 The wall starts to BUBBLE. Then it EXPLODES --
 There's a slanting HOLE -- a 45-degree incline -- punched through to above --
 The men scramble for safety -- Captain Curtis giving Linda a hand. A moment of eye contact. He has a nice smile.

LINDA
 (smiles)
 Thanks.
 (turns)
 David, come on!

DAVID
 In a second!

David still holding the blaster ready -- just in case.

176 INT. COMMAND ROOM - SHIP

176

The Supreme Intelligence -- giving its final orders telepathically.

176A INT. SHIP - INSIDE ENTRANCE

176A

55 SECONDS left on the TIMER.
 The DEAFENING WHINE and SCREAM of the power plant as the ship starts to VIBRATE --
 The ship's DOOR -- opening.

177 INT. TUNNEL

177

The NOISE DEAFENING here too. David about to climb out --
 As suddenly he hears -- above the noise --

WOMAN'S VOICE

David...

He turns -- a bright light from deep in the tunnel --
 And smoke --
 And from it emerging HIS MOTHER...

MOM

David ... David...

And his FATHER...

DAD

Come with us...

David's parents advancing on him with outstretched arms...
 Their VOICES echoing in the tunnel.

DAVID

Mom... Dad...

He pauses. It's his Mom and Dad, beckoning him...
But he runs. Toward the hole, toward safety --
Mom and Dad chasing him --

Up the hole, out of the tunnel --

178 EXT. AREA NEAR SAND PIT - NIGHT

178

EVERYONE RUNNING...

Equipment and positions abandoned --

GEN. WILSON

Everyone get back -- get back!

Linda running hand in hand with handsome Captain Curtis --

12 SECONDS LEFT ON THE TIMER...

David running... HIS PARENTS and the others from the ship
CHASING HIM...

The WHINE of the ship below ground -- INCREASING in PITCH
and LOUDNESS.

Behind the running people we can SEE the ground starting to
BREAK -- THRUST UP -- as if giving birth to something.

Rising... MORE OF THE SHIP -- BURSTING the earth as it moves
straight up --

179 EXT. HILL - NIGHT

179

Go to a MOVING CAMERA: Move with everybody RUNNING.

Their FACES -- terrified -- running for their lives.
Nobody seems to be aware that David is being pursued by his
parents.

The SHIP is LOOMING over the HILL -- HANGING there, PAUSING
as David's parents are about to CATCH HIM --

THEY DO --

DAVID

No -- ! Let me go!... Let me go!

THE SHIP LOWERING in the sky -- HOVERING -- waiting for
David to be brought back to it --

David's parents PULLING him back toward the ship -- the
Marines ahead of them, dashing for safety --

As there is a LOUD BLAST in the SHIP --
 It begins to GLOW with a copper light --
 David's parents still wrestling him back toward the ship --
 Now a SECOND EXPLOSION -- much LOUDER -- and the SHIP turns
 WHITE HOT -- harsh white light bleaching the sky --
 As SUDDENLY Mom and Dad and the other townspeople FREEZE in
 their tracks -- DROP to their knees, BEND OVER to the
 ground, as if in total submission --
 And the CRYSTAL NEEDLES emerge -- simultaneously -- from
 their necks --
 A MARINE sees this --

MARINE #6

Hey look --

Marines and the General and Linda and Curtis turn and
 look --
 Their mouths open as if witnessing a miracle --
 As the needles come out of the people's necks and fall to
 the ground -- and VAPORIZE.
 Mom and Dad and all the others restored to normal.
 PIECES of the blown-up ship HOVERING in the sky above them.

MOM

David --

DAVID

Mom...

David hugging his parents -- a warm and tearful family
 reunion --
 A sense of relief and redemption all around --
 David looks up at the remains of the ship --
 As SUDDENLY an ENERGY WIND rises -- a furious wind, blowing
 everyone about --
 Another HUGE EXPLOSION --
 David SCREAMS --

DAVID

Mom! Dad!

The SCREEN GOES WHITE as we HEAR a CRACK of LIGHTNING and

CUT TO:

180 INT. DAVID'S BEDROOM - NIGHT

180

THUNDER AND LIGHTNING.

David sits bolt upright in bed -- and SCREAMS.

DAVID

Mom! Dad!

His face covered with perspiration.
 His breath coming in ragged gasps.

His PARENTS rush into his room.

DAVID
(ecstatic to see them)
Mom... Dad!

MOM
It's alright David.

DAD
It's alright...

They sit on his bed comforting him.

DAVID
Shit... this dream was...

MOM
David...

DAVID
It was horrible! They chased me
all over an they got you and Dad!

DAD
They did?

MOM
Calm down honey... Just calm down.

Mom hugs David tightly. He steals a glimpse at the back of
her neck -- all clear.

DAVID
Dad, lemme look at your neck.

DAD
That must have been a hell of a
dream.

DAVID
Please, let me see.

DAD
Okay...

Dad turns around. David examines his neck. It's okay -- no
mark.

DAVID
You see... this big U.F.O. landed
right behind the hill out back...

DISSOLVE TO:

181 INT. DAVID'S BEDROOM - ½ HOUR LATER

181

David's tucked into bed with his parents sitting on either side of him, finishing a cup of hot cocoa.
He's starting to feel better.

DAVID

(finishing his story)
... And then everything exploded
into this great big white light.
And then I woke up.

MOM

That's pretty weird, David.

DAD

Actually, I liked the stuff about
the Martians coming to steal
copper.

DAVID

It was so real...

MOM

David, you've got nothing to worry
about, your penny collection is
still here.

DAD

It sounds to me like all sorts of
things that happened to you today.
Like the meteor shower, the penny
I gave you. Even Mad Dog Wilson
coming to visit your school.

DAVID

Yeah, but I was so scared.

MOM

You're awake. It's over now.

David nods. Mom feels his forehead.

MOM

Feeling better?

DAVID

I guess...

DAD

Better get some sleep, or you'll
be pretty tired at school
tomorrow.

Dad pats him on the head.

Mom gives him a kiss and takes his cup from him.

They start out of the room.
CLICK -- The light is off.

MOM
(looking back)
Goodnight.

A narrow band of light from the hall moves across David's bed as the door closes.

DAVID
Mom...

MOM
You want it open?

DAVID
(considers it)
Uhm... Nah... it's okay.

The door closes.
The room is dark.
David closes his eyes, and snuggles down to sleep.
His eyes open one last time, and he looks at the clock on his bedside table -- 4:40.

182 INT./EXT. DAVID'S BEDROOM - NIGHT

182

Rain -- suddenly coming in sheets -- David rushing to the window --
A HUGE FORK OF LIGHTNING --
The PLANETARIUM DEVICE crackles with energy --
David whirling around with amazement --
As suddenly the rain comes to a dead stop --

A beat. And now a horrible sound comes from the sky.
And a HUGE LIGHT, much brighter than last time --
David staring out the window --
As THE SUPREME INTELLIGENCE SUDDENLY APPEARS RIGHT BEFORE HIM AND CRASHES THOROUGH HIS WINDOW --
David SCREAMS and whirls away --
As the THREE-EYED ROOTER punches through the floor tearing up his bed, his room --

183 INT. PARENT'S BEDROOM

183

He runs SCREAMING into his parents' room --
Their bed is empty --
A DRONE standing by the window, LICKING ITS CHOPS --
Emitting its horrible HAWKING cry and SHOOTING A TENDRIL at David --

As there is a huge BLAST OF LIGHTNING --
And David wakes bolt upright in his bed.

Ten times as freaked as before. Sweating like Niagara.
But no scream this time.
David catching his breath. 'God was that a dream. He's so
relieved. Wow, was that amazing... He gives a little laugh.

He suddenly jumps out of bed and checks the shirt pocket.
The penny's there, shiny and new.
Happy now, he heads back to bed.
Looks out the window.
The meteor shower in full glory. He leans on the sill
contemplating the wonder of the heavens.

MOVE IN ON his face. Watching... waiting.
Suddenly his EYES GO WIDE AND HIS JAW DROPS --

As he SEES a SPACECRAFT sinking softly in the sky...

THE END.